
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 OR 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): January 18, 2012

FTI CONSULTING, INC.

(Exact Name of Registrant as Specified in Charter)

Maryland
(State or other jurisdiction
of incorporation)

001-14875
(Commission
File Number)

52-1261113
(IRS Employer
Identification No.)

777 South Flagler Drive, Suite 1500, West Palm Beach, Florida 33401
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (561) 515-1900

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 7.01. Regulation FD Disclosure

On January 18, 2012, FTI Consulting, Inc. (“FTI Consulting”) issued a press release (the “Press Release”) announcing that FTI Consulting’s \$150 million original aggregate principal amount of 3³/₄% Senior Subordinated Convertible Notes due July 15, 2012 (the “Notes”) are convertible by holders effective January 18, 2012 pursuant to the indenture governing the Notes (the “Indenture”). The Notes became convertible as a result of the closing price per share of FTI Consulting common stock exceeding the conversion threshold price of \$37.50 per share (120% of the applicable conversion price of \$31.25 per share) for at least 20 trading days in the 30 consecutive trading days ended January 18, 2012 (the first day of the conversion period). The Notes are available for conversion under the terms of the Indenture during the period to and including April 17, 2012. With respect to periods after April 17, 2012, FTI Consulting will not issue a regular press release if the Notes continue to be convertible. Instead, we will issue a press release only at such time as the Notes are no longer convertible. The full text of the Press Release issued on January 18, 2012 is furnished as Exhibit 99.1 hereto.

The information included herein, including Exhibit 99.1 furnished herewith, shall not be deemed to be “filed” for purposes of Section 18 of the Securities Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be incorporated by reference into any filing pursuant to the Securities Act of 1933, as amended, or the Exchange Act, regardless of any incorporation by reference language in any such filing, except as expressly set forth by specific reference in such filing.

ITEM 9.01. Financial Statements and Exhibits

(d) *Exhibits.*

99.1 Press Release dated January 18, 2012 of FTI Consulting, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, FTI Consulting has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

FTI CONSULTING, INC.

Dated: January 18, 2012

By: /S/ ERIC B. MILLER

Eric B. Miller

Executive Vice President, General Counsel and Chief Risk Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated January 18, 2012 of FTI Consulting, Inc.

**FTI Consulting, Inc.**

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3 ¾% SENIOR SUBORDINATED CONVERTIBLE NOTES OF FTI CONSULTING, INC. ARE CONVERTIBLE EFFECTIVE JANUARY 18, 2012

West Palm Beach, Fla., Jan. 18, 2012 — FTI Consulting, Inc. (NYSE: FCN), the global business advisory firm dedicated to helping organizations protect and enhance their enterprise value, has announced that the Company's \$150 million aggregate original principal amount of 3 ¾% Senior Subordinated Convertible Notes due July 15, 2012 (the "Notes"), are convertible at the option of the holders effective today through and including April 17, 2012 as provided in the indenture governing the Notes (the "Indenture").

The Notes became convertible as a result of the closing price of the Company's common stock exceeding the conversion threshold price of \$37.50 per share (120% of the applicable conversion price of \$31.25 per share) for at least 20 trading days in the 30 consecutive trading days ended January 18, 2012.

Upon surrendering any Note for conversion in accordance with the Indenture, the holder of such Note shall receive cash in the amount of the lesser of (i) the \$1,000 principal amount of such Note or (ii) the "conversion value" of the Note, as defined in the Indenture. The Company retains its option to satisfy any conversion value in excess of each \$1,000 principal amount of the Notes with shares of its common stock, cash, or a combination of such shares and cash.

Holders of the Notes may obtain information on how to convert their Notes by contacting the Conversion Agent at: Wilmington Trust Company, 1100 North Market Street, Wilmington, DE 19890-1615, telephone no.: (302) 636-6056, Attn: Corporate Capital Markets.

About FTI Consulting

FTI Consulting, Inc. is a global business advisory firm dedicated to helping organizations protect and enhance enterprise value in an increasingly complex legal, regulatory and economic environment. With more than 3,800 employees located in 23 countries, FTI Consulting professionals work closely with clients to anticipate, illuminate and overcome complex business challenges in areas such as investigations, litigation, mergers and acquisitions, regulatory issues, reputation management, strategic communications and restructuring. The company generated \$1.4 billion in revenues during fiscal year 2010. More information can be found at www.fticonsulting.com.

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