



# FTI Consulting, Inc.

*1Q19 Investor Presentation*

*March 2019*

## Cautionary Note about Forward-Looking Statements

*This presentation includes “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, which involve uncertainties and risks. Forward-looking statements include statements concerning our plans, objectives, goals, strategies, future events, future revenues, future results and performance, expectations, plans or intentions relating to acquisitions, share repurchases and other matters, business trends and other information that is not historical, including statements regarding estimates of our future financial results. When used in this presentation, words such as “estimates,” “expects,” “anticipates,” “projects,” “plans,” “intends,” “believes,” “forecasts” and variations of such words or similar expressions are intended to identify forward-looking statements. All forward-looking statements, including, without limitation, estimates of our future financial results, are based upon our expectations at the time we make them and various assumptions. Our expectations, beliefs and projections are expressed in good faith, and we believe there is a reasonable basis for them. However, there can be no assurance that management’s expectations, beliefs and estimates will be achieved, and the Company’s actual results may differ materially from our expectations, beliefs and estimates. Further, preliminary results are subject to normal year-end adjustments. The Company has experienced fluctuating revenues, operating income and cash flows in prior periods and expects that this will occur from time to time in the future. Other factors that could cause such differences include declines in demand for, or changes in, the mix of services and products that we offer, the mix of the geographic locations where our clients are located or where services are performed, fluctuations in the price per share of our common stock, adverse financial, real estate or other market and general economic conditions, and other future events, which could impact each of our segments differently and could be outside of our control, the pace and timing of the consummation and integration of future acquisitions, the Company’s ability to realize cost savings and efficiencies, competitive and general economic conditions, retention of staff and clients, new laws and regulations, or changes thereto, including the 2017 U.S. Tax Cuts and Jobs Act (“2017 Tax Act”), and the risks described under the heading “Part I, Item 1A Risk Factors” in the Company’s Annual Report on Form 10-K for the year ended December 31, 2018, filed with the Securities and Exchange Commission (“SEC”) and in the Company’s other filings with the SEC, including the risks set forth under “Risks Related to Our Reportable Segments” and “Risks Related to Our Operations.” We are under no duty to update any of the forward-looking statements to conform such statements to actual results or events and do not intend to do so.*

# Investment Thesis

Leading global business advisory firm with **strong people** and **strong positions**: corporations, law firms and governments come to us when there is a critical need

**Organic growth strategy** with an emphasis on profitable revenue growth

Committed to building a profitable business with **sustainable underlying growth**, regardless of economic conditions

**Willingness to invest EBITDA** in key growth areas where we have a right to win

**Healthy balance sheet** and **strong cash flows** with a commitment to return capital to our stockholders

Believe we are on a path toward **sustained double-digit year-over-year Adjusted EPS growth over time**



# FTI Consulting: Experts with Impact

FCN

Publicly  
Traded

\$2.8BLN

Equity Market  
Capitalization<sup>1</sup>

1982

Year Founded

4,700+

Total Employees  
Worldwide

480+

Senior Managing  
Directors

76

Offices in 76 Cities Around  
the Globe

9

9 Specialized Industry  
Practice Groups

2 Nobel  
Laureates

8/10

Advisor to 8 of the World's Top  
10 Bank Holding Companies

96/100

Advisor to 96 of the World's  
Top 100 Law Firms

49/100

49 of Global 100  
Corporations are Clients



# Our Global Reach

With offices in every major financial center and every corner of the globe, we successfully serve our clients wherever challenges and opportunities arise



## North America

### Canada

- Calgary
- Toronto
- Vancouver

### United States

- Annapolis
- Atlanta
- Austin
- Baltimore
- Boston
- Bowie
- Brentwood
- Charlotte
- Chicago
- Dallas
- Denver
- Great Neck
- Houston
- Indianapolis
- Los Angeles
- McLean
- Miami
- New York
- Oakland
- Palm Beach
- Pasadena
- Philadelphia
- Phoenix
- Pittsburgh
- Portland
- Princeton
- Rockville
- Roseland
- San Francisco
- Santa Barbara
- Seattle
- Walnut Creek
- Washington, D.C.
- Wayne
- Winston-Salem

## Latin America

### Argentina

- Buenos Aires

### Brazil

- São Paulo

### Caribbean

- British Virgin Islands
- Cayman Islands

### Colombia

- Bogotá

### Mexico

- Mexico City

## Europe, Middle East, Africa

### Belgium

- Brussels

### Denmark

- Copenhagen

### Finland

- Helsinki

### France

- Paris

### Germany

- Berlin
- Düsseldorf
- Frankfurt
- Munich

### Ireland

- Dublin

### Israel

- Tel Aviv

### Qatar

- Doha

### South Africa

- Cape Town
- Johannesburg

### Spain

- Madrid

### United Arab Emirates

- Abu Dhabi
- Dubai

### United Kingdom

- London
- Stirling

## Asia Pacific

### Australia

- Brisbane
- Melbourne
- Perth
- Sydney

### China

- Beijing
- Hong Kong
- Shanghai

### India

- Mumbai
- New Delhi

### Indonesia

- Jakarta

### Japan

- Tokyo

### Korea

- Seoul

### Malaysia

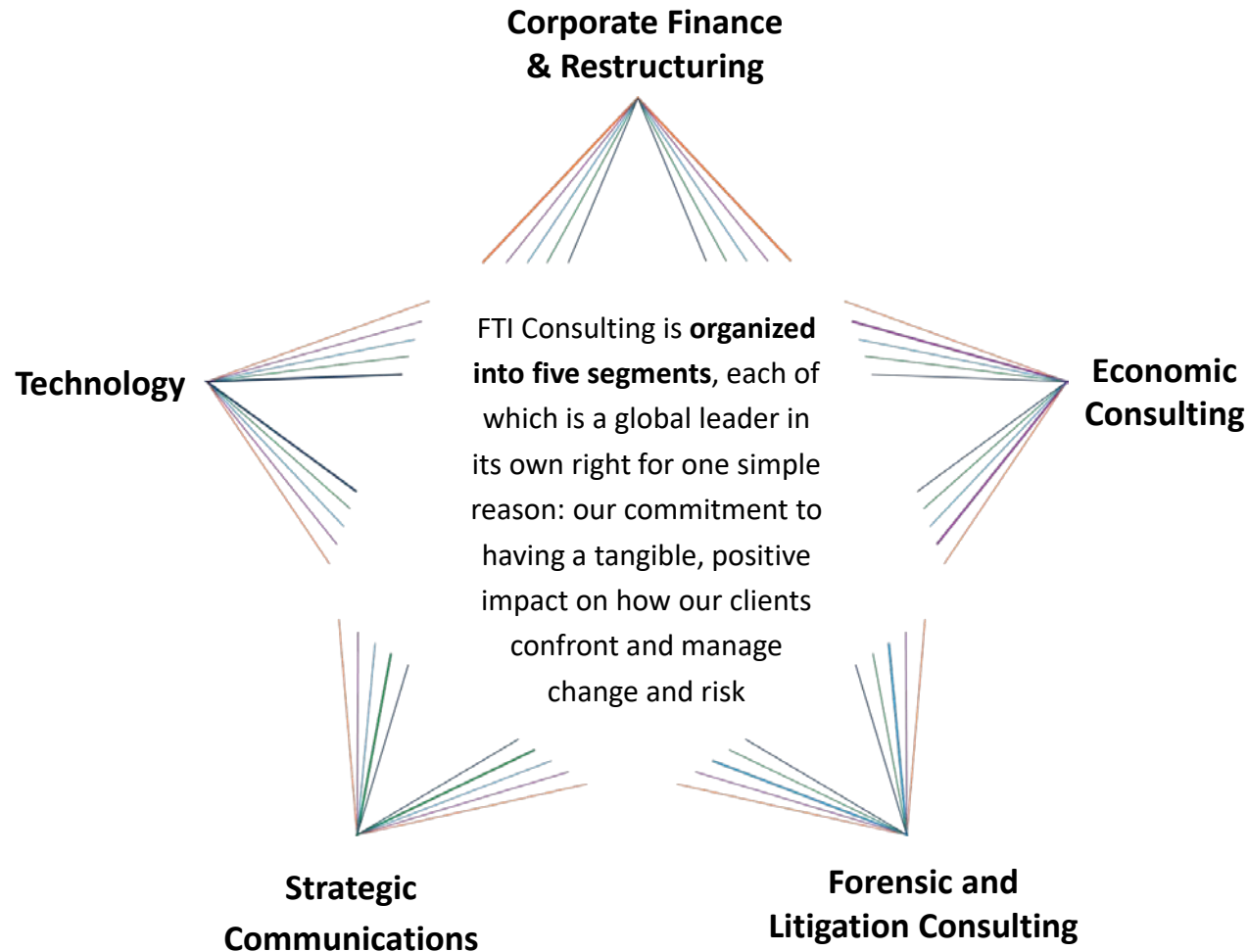
- Kuala Lumpur

### Philippines <sup>1</sup>

- Manila

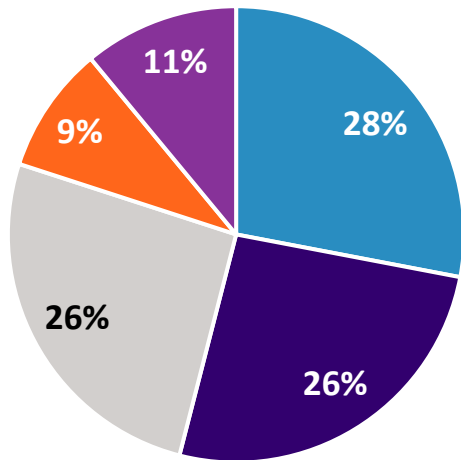
### Singapore

# Business Snapshot: Five Segments, One Purpose

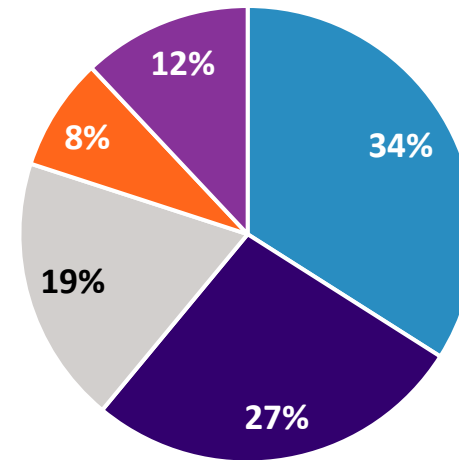


# Segment Snapshot: Revenues and Total Adjusted Segment EBITDA

Full Year 2018 Segment Revenues



Full Year 2018 Adjusted Segment EBITDA<sup>1</sup>



# Corporate Finance & Restructuring

## Services

### Restructuring

- Company Advisory
- Creditor Advisory
- Interim Management
- Contentious Insolvency
- Dispute Advisory/  
Litigation Support

### Business Transformation

- Office of the CFO Solutions
- Performance Improvement
- Merger Integration

- Carve-outs
- Executive Compensation

### Transactions

- Transaction Services
- Investment Banking &  
Transaction Opinions
- Lender Services
- Tax Advisory
- Valuation & Financial  
Advisory Services
- Structured Finance



	2014	2015	2016	2017	2018
<b>Segment Revenues</b>	\$391,115	\$440,398	\$483,269	\$482,041	\$564,479
<b>Segment Gross Profit Margin</b>	32.6%	38.3%	36.5%	33.9%	37.3%
<b>Segment SG&amp;A</b>	\$74,930	\$80,111	\$81,584	\$83,747	\$92,037
<b>Adjusted Segment EBITDA</b>	\$55,492	\$90,101	\$97,688	\$82,863	\$121,660
<b>Adjusted Segment EBITDA Margin</b>	14.2%	20.5%	20.2%	17.2%	21.6%
<b>Utilization</b>	67%	69%	65%	61%	66%
<b>Revenue-Generating Professionals</b>	706	838	895	901	948



# Corporate Finance & Restructuring (continued)

## Segment Offering

The Corporate Finance & Restructuring segment focuses on strategic, operational, financial and capital needs of businesses by addressing the full spectrum of financial and transactional challenges faced by companies, boards, private equity sponsors, creditor constituencies and other stakeholders.

## Medium-Term Growth Opportunities

Enhance **Business Transformation and Transaction** capabilities

Grow **Restructuring** globally

**Deeper penetration of key industries** e.g., Retail, Healthcare, TMT, Industrials, Automotive and Energy

## FY 2018 Key Financial Commentary

- **Revenues** increased \$82.4 million, or 17.1%, from 2017 to 2018. Acquisition-related revenues contributed \$9.5 million, or 2.0%, compared with 2017. Excluding acquisition-related revenues, revenues increased \$73.0 million, or 15.1%. The revenue increase was largely driven by increased demand for our restructuring services and business transformation and transactions services, primarily in North America and EMEA, along with higher realization due to mix of client engagements and staffing globally, which was partially offset by lower success fees.
- **Gross profit** increased \$46.8 million, or 28.7%, from 2017 to 2018. Gross profit margin increased 3.4 percentage points from 2017 to 2018. The increase was primarily due to increased utilization because of higher demand for our global restructuring and business transformation and transaction services along with higher realization, which was partially offset by lower success fees.
- **Adjusted Segment EBITDA** was \$121.7 million, or 21.6% of segment revenues, compared to \$82.9 million, or 17.2% of segment revenues, in the prior year.

# Forensic and Litigation Consulting

## Services

### Risk Advisory

- Anti-Corruption Investigations & Compliance
- Compliance, Monitoring & Receivership
- Data & Analytics

### Investigations

- Cybersecurity
- Forensic Accounting & Advisory Services
- Global Risk & Investigations Practice (“GRIP”)

### Disputes

- Construction Solutions
- Dispute Advisory Services
- Financial Services
- Global Insurance Services
- Health Solutions
- Trial Services



	2014	2015	2016	2017	2018
<b>Segment Revenues</b>	\$483,380	\$482,269	\$457,734	\$462,324	\$520,333
<b>Segment Gross Profit Margin</b>	36.6%	32.2%	31.2%	33.9%	36.4%
<b>Segment SG&amp;A</b>	\$89,841	\$94,747	\$89,532	\$88,056	\$96,958
<b>Adjusted Segment EBITDA</b>	\$90,468	\$64,267	\$57,882	\$72,705	\$96,821
<b>Adjusted Segment EBITDA Margin</b>	18.7%	13.3%	12.6%	15.7%	18.6%
<b>Utilization</b>	69%	64%	59%	61%	64%
<b>Revenue-Generating Professionals</b>	1,154	1,131	1,110	1,067	1,153

# Forensic and Litigation Consulting (continued)

## Segment Offering

The Forensic and Litigation Consulting segment provides a complete range of multidisciplinary, independent dispute advisory, investigative, data acquisition/analysis and forensic accounting services. Our professionals combine end-to-end capabilities when clients face high-stakes litigation, arbitration and compliance investigations and regulatory scrutiny.

## Medium-Term Growth Opportunities

Enhance **Construction Solutions, Cybersecurity and Data & Analytics** capabilities

**Grow overseas businesses** e.g., London and Hong Kong

**Strong utilization** in Disputes, Investigations and Health Solutions practices

## FY 2018 Key Financial Commentary

- **Revenues** increased \$58.0 million, or 12.5%, from 2017 to 2018. The increase was driven by higher demand for our construction solutions, investigations and disputes services, particularly across North America and EMEA.
- **Gross profit** increased \$33.0 million, or 21.1%, from 2017 to 2018. Gross profit margin increased 2.5 percentage points from 2017 to 2018. The increase in gross profit margin is related to higher utilization, primarily due to higher demand for our construction solutions and investigations services.
- **Adjusted Segment EBITDA** was \$96.8 million, or 18.6% of segment revenues, compared to \$72.7 million, or 15.7% of segment revenues, in the prior year.

# Economic Consulting

## Services

- Antitrust & Competition Economics
- Business Valuation
- Center for Healthcare Economics and Policy
- Economic Impact Analysis
- Intellectual Property
- International Arbitration
- Labor & Employment
- Network Analysis
- Public Policy
- Regulated Industries
- Securities Litigation & Risk Management



	2014	2015	2016	2017	2018
<b>Segment Revenues</b>	\$451,040	\$447,909	\$500,487	\$496,029	\$533,979
<b>Segment Gross Profit Margin</b>	27.0%	26.8%	27.3%	25.9%	25.8%
<b>Segment SG&amp;A</b>	\$65,274	\$60,895	\$67,383	\$71,943	\$73,630
<b>Adjusted Segment EBITDA</b>	\$59,282	\$62,330	\$74,102	\$61,964	\$69,955
<b>Adjusted Segment EBITDA Margin</b>	13.1%	13.9%	14.8%	12.5%	13.1%
<b>Utilization</b>	75%	72%	73%	67%	69%
<b>Revenue-Generating Professionals</b>	574	599	656	683	708

# Economic Consulting (continued)

## Segment Offering

The Economic Consulting segment, including subsidiary Compass Lexecon, provides analysis of complex economic issues. We help our clients with legal, regulatory and international arbitration proceedings; strategic decision making and public policy debates around the world. We deliver sophisticated economic analysis and modeling of issues arising in M&A transactions, complex antitrust litigation, commercial disputes, international arbitration, regulatory proceedings and a wide range of securities litigation. Our statistical and economic experts help clients analyze complex economic issues, such as the economic impact of deregulation on a particular industry or the amount of damages suffered by a business as a result of particular events.

## Medium-Term Growth Opportunities

**Maintain leading position** of Compass Lexecon in the U.S.

**Grow overseas businesses** e.g., EMEA, Australia and Asia

**Develop adjacent businesses in the U.S.** e.g., International Arbitration, Energy, Healthcare, TMT and Financial Services

## FY 2018 Key Financial Commentary

- **Revenues** increased \$38.0 million, or 7.7%, from 2017 to 2018. The increase was primarily due to higher demand for antitrust services in EMEA and financial economic services in North America, which were partially offset by lower demand for antitrust services in North America and lower realization due to mix of client engagements in EMEA.
- **Gross profit** increased \$9.7 million, or 7.5%, from 2017 to 2018. Gross profit margin was consistent from 2017 to 2018. Higher margins from improved utilization were entirely offset by lower realization and higher variable compensation as a percentage of revenues.
- **Adjusted Segment EBITDA** was \$70.0 million, or 13.1% of segment revenues, compared to \$62.0 million, or 12.5% of segment revenues, in the prior year.

# Technology

## Services

### E-discovery Services & Expertise

- Managed Review
- Computer Forensics
- Authorized Provider of Ringtail, Radiance and Relativity

### Information Governance, Privacy & Security Services

- Microsoft Office 365 Migrations
- Data Remediation
- General Data Protection Regulation ("GDPR") Readiness
- Cybersecurity

### Contract Intelligence



	2014	2015	2016	2017	2018
<b>Segment Revenues</b>	\$241,310	\$218,599	\$177,720	\$174,850	\$185,755
<b>Segment Gross Profit Margin</b>	48.0%	43.3%	39.5%	41.9%	40.2%
<b>Segment SG&amp;A</b>	\$68,162	\$71,120	\$64,135	\$62,858	\$59,644
<b>Adjusted Segment EBITDA</b>	\$63,545	\$39,010	\$25,814	\$22,171	\$27,387
<b>Adjusted Segment EBITDA Margin</b>	26.3%	17.8%	14.5%	12.7%	14.7%
<b>Revenue-Generating Professionals</b>	344	349	288	292	306

# Technology (continued)

## Segment Offering

Our Technology segment provides corporations and law firms with a comprehensive and global portfolio of consulting and services for information governance, privacy and security, electronic discovery ("e-discovery") and insight analytics. Our consulting expertise enables clients to more confidently govern, secure, find, analyze and rapidly understand their data in the context of compliance and risk.

## Medium-Term Growth Opportunities

**Expand addressable market through new distribution channels** for Consulting & Services

**Invest in new and adjacent services** e.g., Information Governance, Privacy & Security Services and Contract Intelligence

**Grow overseas businesses** e.g., Europe, Middle East and India

## FY 2018 Key Financial Commentary

- **Revenues** increased \$10.9 million, or 6.2%, from 2017 to 2018. The increase in revenues was primarily due to an increase in both demand and pricing for consulting services, an increase in demand for hosting and higher realized pricing for M&A-related "second requests." This increase was partially offset by lower pricing for hosting and lower revenue from software licensing due to the Ringtail divestiture in September 2018. Higher consulting revenues were driven by increased demand for information governance, privacy and security services and global investigations.
- **Gross profit** increased \$1.3 million, or 1.7%, from 2017 to 2018. Gross profit margin decreased 1.7 percentage points to 40.2% from 2017 to 2018. The decrease in gross profit margin was largely due to an increase in variable compensation, higher costs to provide managed review services and lower mix of high-margin hosting and software licensing revenues.
- **Adjusted Segment EBITDA** was \$27.4 million, or 14.7% of segment revenues, compared to \$22.2 million, or 12.7% of segment revenues, in the prior year.

# Strategic Communications

## Services

- M&A Crisis Communications & Special Situations
- Capital Markets Communications
- Corporate Reputation
- Public Affairs & Government Relations
- People & Change
- Digital & Creative Communications
- Public Affairs
- Strategy Consulting & Research



	2014	2015	2016	2017	2018
<b>Segment Revenues</b>	\$189,367	\$189,974	\$191,184	\$192,488	\$223,331
<b>Segment Gross Profit Margin</b>	36.7%	36.3%	38.4%	36.7%	39.1%
<b>Segment SG&amp;A</b>	\$49,417	\$43,247	\$46,514	\$45,947	\$46,772
<b>Adjusted Segment EBITDA</b>	\$22,588	\$27,727	\$30,458	\$27,732	\$42,918
<b>Adjusted Segment EBITDA Margin</b>	11.9%	14.6%	15.9%	14.4%	19.2%
<b>Revenue-Generating Professionals</b>	566	599	647	630	641



# Strategic Communications (continued)

## Segment Offering

The Strategic Communications segment provides a comprehensive view of strategic communications with an integrated suite of services, including financial communications, corporate reputation, transaction communications and public affairs in all the major markets around the world.

## Medium-Term Growth Opportunities

**Further develop large, complex client relationships**

**Enhance market share in highly regulated industries** e.g., Financial Services, Energy, Healthcare, Industrials and TMT

**Leverage FTI Consulting's services and platform** to enhance client results

## FY 2018 Key Financial Commentary

- **Revenues** increased \$30.8 million, or 16.0%, from 2017 to 2018, which included a 1.6% estimated positive impact from FX. Excluding the estimated positive impact of FX, revenues increased \$27.8 million or 14.4%. The increase was primarily due to higher project-based revenues in North America and higher retainer- and project-based revenues in EMEA, primarily from public affairs and financial communications services, as well an increase in pass-through revenues.
- **Gross profit** increased \$16.8 million, or 23.8%, from 2017 to 2018. Gross profit margin increased 2.4 percentage points from 2017 to 2018. The increase in gross profit margin was due to lower fixed compensation as a percentage of revenues, which was partially offset by higher variable compensation and a higher proportion of lower margin pass-through revenues.
- **Adjusted Segment EBITDA** was \$42.9 million, or 19.2% of segment revenues, compared to \$27.7 million, or 14.4% of segment revenues, in the prior year.

# Full Year 2018 Awards & Accolades



**2018**  
America's Best  
Management Consulting  
Firms



**2018**  
Consulting Firm of the  
Year



**2018**  
#1 Crisis Management  
Firm



**2018**  
Global Turnaround  
Consulting Firm  
of the Year



**2018**  
Forensic Accounting  
Firm of the Year



**2018**  
Compass Lexecon #1 on  
Expert Witness Firms'  
Power Index



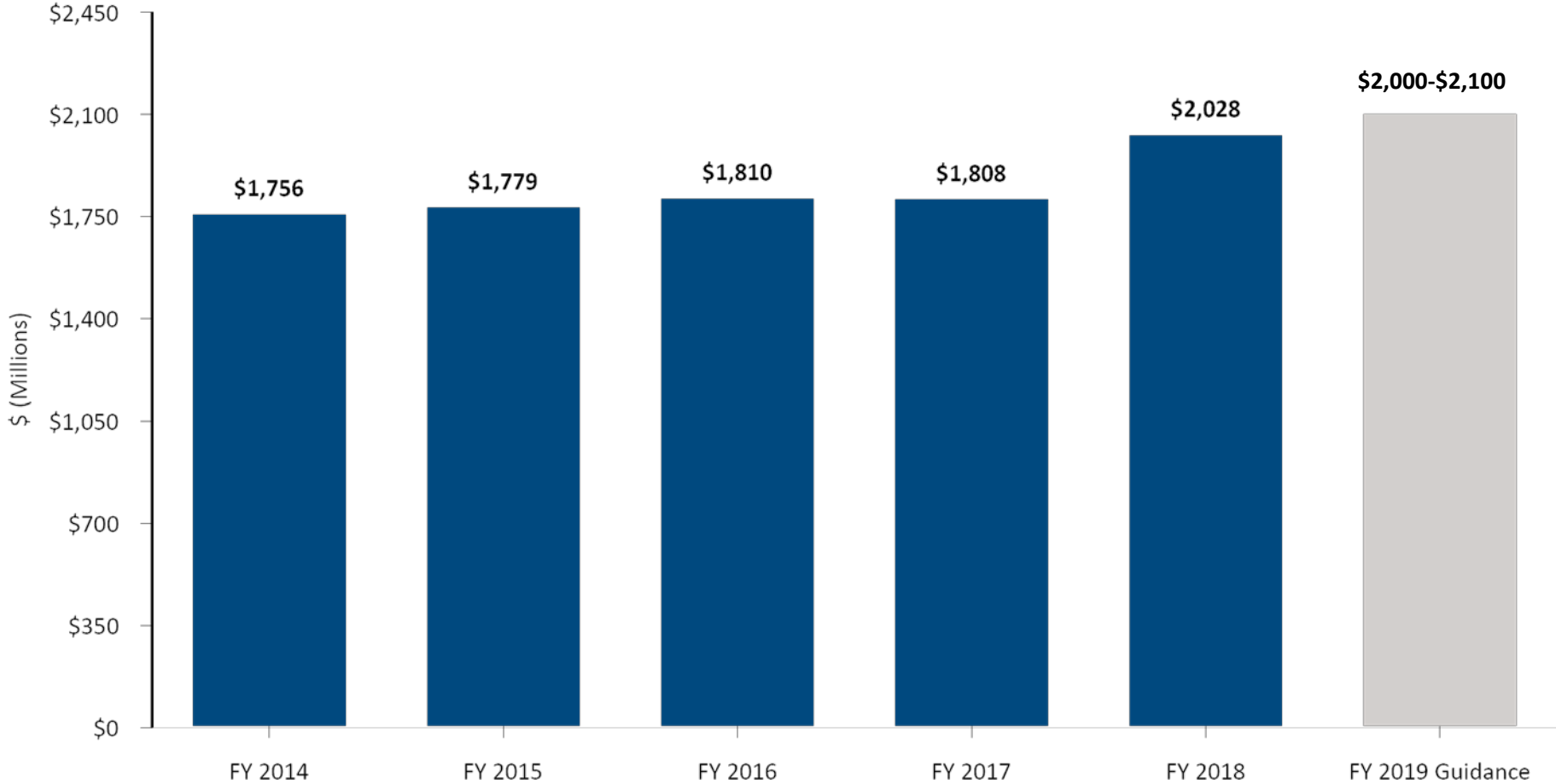
**2018**  
Top 10 Best Consulting  
Firms to Work For



**2018**  
#1 Demonstrative Evidence  
Provider

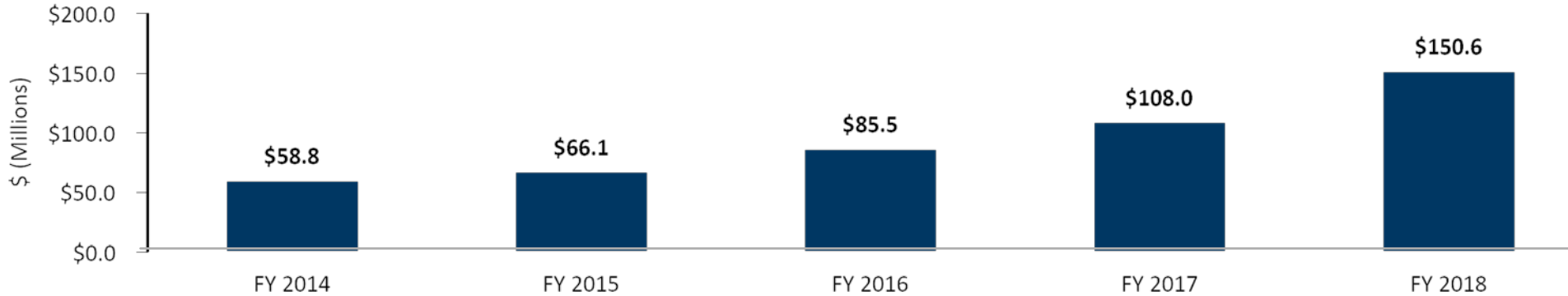
# Financial Overview

# FY 2014 – FY 2019 Guidance: Revenues

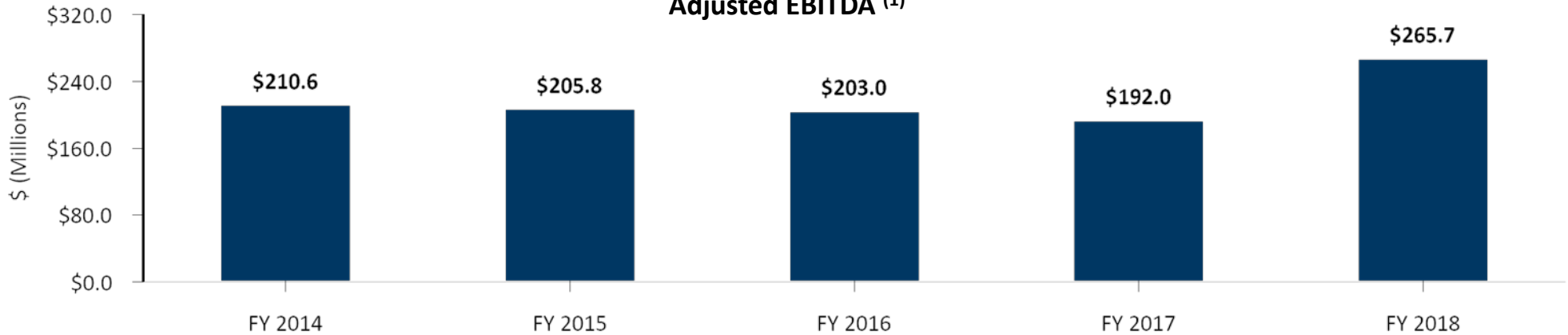


# FY 2014 – FY 2018: Net Income and Adjusted EBITDA

## Net Income

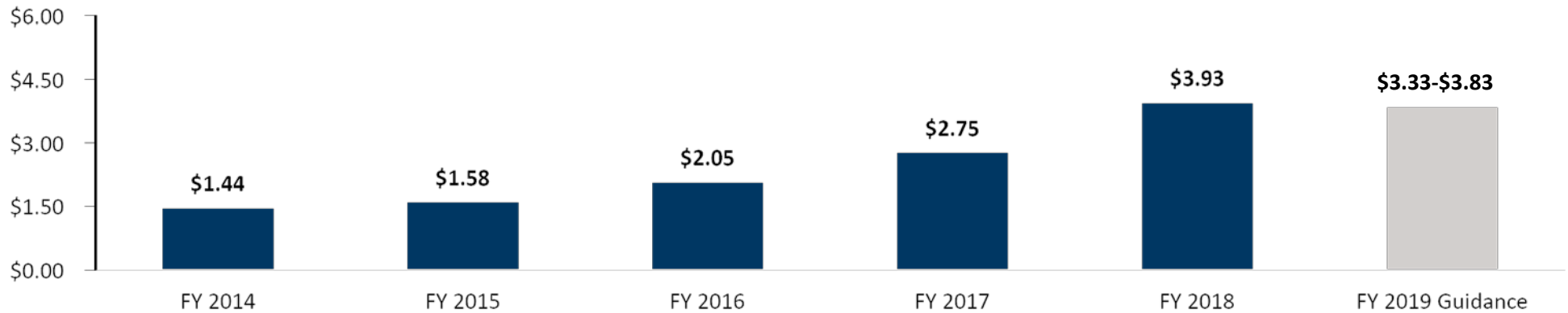


## Adjusted EBITDA <sup>(1)</sup>

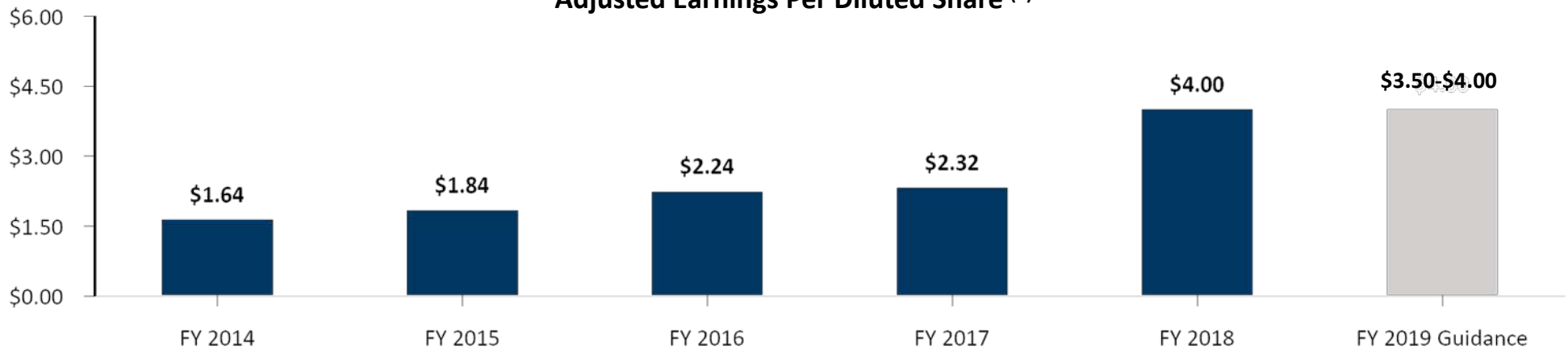


# FY 2014 – FY 2019 Guidance: Earnings Per Diluted Share and Adjusted Earnings Per Diluted Share

Earnings Per Diluted Share



Adjusted Earnings Per Diluted Share <sup>(1)</sup>



# Full Year 2018, 2017 and 2016: Select Cash Position and Capital Allocation

All numbers in thousands, except for DSOs

	FY 2018	FY 2017	FY 2016
<b>Cash and cash equivalents</b>	\$ 312,069	\$ 189,961	\$ 216,158
<b>Accounts receivable, net</b>	\$ 554,608	\$ 522,878	\$ 474,897
<b>Days sales outstanding ("DSO")</b>	93	91	91
<b>Net cash provided by operating activities</b>	\$ 230,672	\$ 147,625	\$ 233,488
<b>Purchases of property and equipment</b>	\$ (32,270)	\$ (32,004)	\$ (28,935)
<b>Purchase and retirement of common stock</b>	\$ (55,738)	\$ (168,094)	\$ (21,489)
<b>Total Debt <sup>(1)</sup></b>	\$ 316,250	\$ 400,000	\$ 370,000
<b>Free Cash Flow <sup>(2)</sup></b>	\$ 198,402	\$ 115,621	\$ 204,553

<sup>1</sup>Total debt excludes the impact of unamortized deferred debt issue costs of \$6.7 million, \$3.7 million and \$4.5 million as of December 31, 2018, December 31, 2017 and December 31, 2016, respectively, and excludes the impact of the unamortized deferred debt discount of \$44.0 million for the year ended December 31, 2018 related to our 2.0% convertible senior notes due 2023.

<sup>2</sup>See accompanying financial tables and "End Notes: FTI Consulting Non-GAAP Financial Measures" for the definition and reconciliations of Free Cash Flow, which is a non-GAAP financial measure, to the most directly comparable GAAP financial measure.

# Financial Tables

## Reconciliations of Non-GAAP Financial Measures



## Reconciliation of Net Income to Adjusted EBITDA

(in thousands)	FY 2018	FY 2017	FY 2016	FY 2015	FY 2014
<b>Net Income</b>	<b>\$ 150,611</b>	<b>\$ 107,962</b>	<b>\$ 85,520</b>	<b>\$ 66,053</b>	<b>\$ 58,807</b>
Income tax provision (benefit)	57,181	(20,857)	42,283	39,333	42,604
Interest income and other	(4,977)	(3,752)	(10,466)	(3,232)	(4,670)
Interest expense	27,149	25,358	24,819	42,768	50,685
Gain on sale of business	(13,031)	—	—	—	—
Loss on early extinguishment of debt	9,072	—	—	19,589	—
Depreciation and amortization	31,536	31,177	38,700	31,392	33,989
Amortization of other intangible assets	8,162	10,563	10,306	11,726	15,521
Special charges	—	40,885	10,445	—	16,339
Remeasurement of acquisition-related contingent consideration	—	702	1,403	(1,867)	(2,723)
<b>Adjusted EBITDA<sup>1</sup></b>	<b>\$ 265,703</b>	<b>\$ 192,038</b>	<b>\$ 203,010</b>	<b>\$ 205,762</b>	<b>\$ 210,552</b>

# Reconciliations of Net Income to Adjusted Net Income and Earnings Per Diluted Share to Adjusted Earnings Per Diluted Share

(in thousands, except for per share data)	FY 2018	FY 2017	FY 2016	FY 2015	FY 2014
<b>Net income</b>	<b>\$150,611</b>	<b>\$107,962</b>	<b>\$85,520</b>	<b>\$66,053</b>	<b>\$58,807</b>
Add back:					
Special charges	—	40,885	10,445	—	16,339
Tax impact of special charges	—	(13,570)	(3,595)	—	(6,702)
Loss on early extinguishment of debt	9,072	—	—	19,589	—
Tax impact of loss on early extinguishment of debt	(2,359)	—	—	(7,708)	—
Remeasurement of acquisition-related contingent consideration	—	702	1,403	(1,867)	(2,722)
Tax impact of remeasurement of acquisition-related contingent consideration	—	(269)	(546)	747	1,004
Non-cash interest expense on convertible notes	3,019	—	—	—	—
Tax impact of non-cash interest expense on convertible notes	(775)	—	—	—	—
Gain on sale of business	(13,031)	—	—	—	—
Tax impact of gain on sale of business	6,798	—	—	—	—
Impact of 2017 Tax Act	—	(44,870)	—	—	—
<b>Adjusted Net Income<sup>1</sup></b>	<b>\$153,335</b>	<b>\$90,840</b>	<b>\$93,227</b>	<b>\$76,814</b>	<b>\$66,726</b>
<b>Earnings per common share – diluted</b>	<b>\$3.93</b>	<b>\$2.75</b>	<b>\$2.05</b>	<b>\$1.58</b>	<b>\$1.44</b>
Add back:					
Special charges	—	1.04	0.25	—	0.40
Tax impact of special charges	—	(0.34)	(0.08)	—	(0.16)
Loss on early extinguishment of debt	0.23	—	—	0.47	—
Tax impact of loss on early extinguishment of debt	(0.06)	—	—	(0.19)	—
Remeasurement of acquisition-related contingent consideration	—	0.02	0.03	(0.04)	(0.06)
Tax impact of remeasurement of acquisition-related contingent consideration	—	(0.01)	(0.01)	0.02	0.02
Non-cash interest expense on convertible notes	0.08	—	—	—	—
Tax impact of non-cash interest expense on convertible notes	(0.02)	—	—	—	—
Gain on sale of business	(0.34)	—	—	—	—
Tax impact of gain on sale of business	0.18	—	—	—	—
Impact of 2017 Tax Act	—	(1.14)	—	—	—
<b>Adjusted earnings per common share – diluted<sup>1</sup></b>	<b>\$4.00</b>	<b>\$2.32</b>	<b>\$2.24</b>	<b>\$1.84</b>	<b>\$1.64</b>
Weighted average number of common shares outstanding – diluted	38,318	39,192	41,709	41,729	40,729

## Reconciliation of Net Income to Total Adjusted Segment EBITDA

(in thousands)	FY 2018
<b>Net Income</b>	\$150,611
Add back:	
Income tax provision	57,181
Interest income and other	(4,977)
Interest expense	27,149
Gain on sale of business	(13,031)
Loss on early extinguishment of debt	9,072
Unallocated corporate expense	96,595
Segment depreciation expense	27,979
Amortization of intangible assets	8,162
<b>Total Adjusted Segment EBITDA<sup>1</sup></b>	<b>\$358,741</b>

# Reconciliation of Net Cash Provided by Operating Activities to Free Cash Flow

(in thousands)	FY 2018	FY 2017	FY 2016
<b>Net cash provided by operating activities</b>	<b>\$230,672</b>	<b>\$147,625</b>	<b>\$233,488</b>
Purchases of property and equipment	(32,270)	(32,004)	(28,935)
<b>Free Cash Flow<sup>1</sup></b>	<b>\$198,402</b>	<b>\$115,621</b>	<b>\$204,553</b>

# Reconciliation of Full Year 2019 EPS Guidance to Adjusted EPS Guidance

	Year Ended December 31, 2019	
	Low	High
<b>Guidance on estimated earnings per common share - diluted (GAAP) <sup>1</sup></b>	<b>\$3.33</b>	<b>\$3.83</b>
Non-cash interest expense on convertible notes, net of tax	0.17	0.17
<b>Guidance on estimated adjusted earnings per common share – diluted (Non-GAAP) <sup>1</sup></b>	<b>\$3.50</b>	<b>\$4.00</b>

# End Notes

## FTI Consulting Non-GAAP Financial Measures

*In this presentation, we sometimes use information derived from consolidated and segment financial information that may not be presented in our financial statements or prepared in accordance with generally accepted accounting principles ("GAAP"). Certain of these measures are considered "non-GAAP financial measures" under the Securities and Exchange Commission ("SEC") rules. Specifically, we have referred to the following non-GAAP financial measures in this presentation:*

- *Total Segment Operating Income*
- *Adjusted EBITDA*
- *Total Adjusted Segment EBITDA*
- *Adjusted EBITDA Margin*
- *Adjusted Net Income*
- *Adjusted Earnings per Diluted Share*
- *Free Cash Flow*

*We have included the definitions of Segment Operating Income and Adjusted Segment EBITDA below in order to more fully define the components of certain non-GAAP financial measures in this presentation. We define Segment Operating Income, a GAAP financial measure, as a segment's share of consolidated operating income. We define Total Segment Operating Income, which is a non-GAAP financial measure, as the total of Segment Operating Income for all segments, which excludes unallocated corporate expenses. We use Segment Operating Income for the purpose of calculating Adjusted Segment EBITDA. We define Adjusted Segment EBITDA, a GAAP financial measure, as a segment's share of consolidated operating income before depreciation, amortization of intangible assets, remeasurement of acquisition-related contingent consideration, special charges and goodwill impairment charges. We use Adjusted Segment EBITDA as a basis to internally evaluate the financial performance of our segments because we believe it reflects current core operating performance and provides an indicator of the segment's ability to generate cash. We define Adjusted EBITDA Margin as Adjusted EBITDA as a percentage of total revenues.*

*We define Total Adjusted Segment EBITDA, which is a non-GAAP financial measure, as the total of Adjusted Segment EBITDA for all segments, which excludes unallocated corporate expenses. We define Adjusted EBITDA, which is a non-GAAP financial measure, as consolidated net income before income tax provision, other non-operating income (expense), depreciation, amortization of intangible assets, remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges, gain or loss on sale of a business and losses on early extinguishment of debt. We believe that these non-GAAP financial measures, when considered together with our GAAP financial results and GAAP financial measures, provide management and investors with a more complete understanding of our operating results, including underlying trends. In addition, EBITDA is a common alternative measure of operating performance used by many of our competitors. It is used by investors, financial analysts, rating agencies and others to value and compare the financial performance of companies in our industry. Therefore, we also believe that these measures, considered along with corresponding GAAP financial measures, provide management and investors with additional information for comparison of our operating results with the operating results of other companies.*

*We define Adjusted Net Income and Adjusted Earnings per Diluted Share ("Adjusted EPS"), which are non-GAAP financial measures, as net income and earnings per diluted share ("EPS"), respectively, excluding the impact of remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges, losses on early extinguishment of debt, non-cash interest expense on convertible notes, gain or loss on sale of a business and the impact of adopting the 2017 U.S. Tax Cuts and Jobs Act (the "2017 Tax Act"). We use Adjusted Net Income for the purpose of calculating Adjusted EPS. Management uses Adjusted EPS to assess total Company operating performance on a consistent basis. We believe that these non-GAAP financial measures, when considered together with our GAAP financial results, provide management and investors with an additional understanding of our business operating results, including underlying trends.*

*We define Free Cash Flow, which is a non-GAAP financial measure, as net cash provided by operating activities less cash payments for purchases of property and equipment. We believe this non-GAAP financial measure, when considered together with our GAAP financial results, provides management and investors with an additional understanding of the Company's ability to generate cash for ongoing business operations and other capital deployment.*

*Non-GAAP financial measures are not defined in the same manner by all companies and may not be comparable with other similarly titled measures of other companies. Non-GAAP financial measures should be considered in addition to, but not as a substitute for or superior to, the information contained in our Consolidated Statements of Comprehensive Income.*

**EXPERTS WITH IMPACT™**