
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): November 10, 2016

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.)

1101 K Street NW, Washington, D.C. 20005
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (202) 312-9100

(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))
-
-

Item 7.01. Regulation FD Disclosure.

FTI Consulting, Inc. (“FTI Consulting”) uses a presentation from time to time in its discussions with investors and financial analysts (the “Presentation”). The Presentation includes FTI Consulting’s past and present financial results, operating data and other information. A copy of the Presentation is furnished as Exhibit 99.1 and has been posted to the FTI Consulting website at www.fticonsulting.com.

FTI Consulting has included the definitions of “Segment Operating Income (Loss),” “Adjusted Segment EBITDA” and “Adjusted Segment EBITDA Margin,” which are measures of financial condition or performance determined in accordance with U.S. generally accepted accounting principles (“GAAP”), below in order to more fully define the components of the certain measures of financial condition or performance not determined in accordance with GAAP (“Non-GAAP”) presented in the Presentation. FTI Consulting defines “Segment Operating Income (Loss)” as a segment’s share of Consolidated Operating Income (Loss) and “Total Segment Operating Income (Loss)” as the total of Segment Operating Income (Loss) for all segments, which excludes unallocated corporate expenses. FTI Consulting uses “Segment Operating Income (Loss)” for the purpose of calculating “Adjusted Segment EBITDA.” FTI Consulting defines Adjusted Segment EBITDA as a segment’s share of Consolidated Operating Income (Loss) before depreciation, amortization of intangible assets, remeasurement of acquisition-related contingent consideration, special charges and goodwill impairment charges. FTI Consulting defines “Adjusted Segment EBITDA Margin” as Adjusted Segment EBITDA as a percentage of a segment’s revenues. FTI Consulting uses Adjusted Segment EBITDA to internally evaluate the financial performance of its segments because FTI Consulting believes it is a useful measure which reflects current core operating performance and provides an indicator of the segment’s ability to generate cash.

FTI Consulting defines Non-GAAP financial measures: (i) “Total Adjusted Segment EBITDA” as the total of Adjusted Segment EBITDA for all segments, which excludes unallocated corporate expenses; and (ii) “Adjusted EBITDA” as Consolidated Net Income (Loss) 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 and losses on early extinguishment of debt. FTI Consulting believes that its Non-GAAP financial measures, when considered together with its GAAP financial results and GAAP financial measures, provide management and investors with a more complete understanding of FTI Consulting’s operating results, including underlying trends, by excluding the effects of remeasurement of acquisition-related contingent consideration, special charges and goodwill impairment charges. In addition, EBITDA and Adjusted EBITDA are common alternative measures of operating performance used by many of FTI Consulting’s competitors. They are used by investors, financial analysts, rating agencies and others to value and compare the financial performance of companies in FTI Consulting’s industry. Therefore, FTI Consulting also believes that these Non-GAAP financial measures, considered along with corresponding GAAP financial measures, provide management and investors with additional supplemental information for comparison of FTI Consulting’s operating results to the operating results of other companies.

FTI Consulting defines “Adjusted Net Income” and “Adjusted Earnings per Diluted Share” (“Adjusted EPS”), which are Non-GAAP financial measures, as Net Income (Loss) and earnings per diluted share (“GAAP EPS”), respectively, excluding the impact of remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges and losses on early extinguishment of debt. FTI Consulting uses Adjusted Net Income for the purpose of calculating Adjusted EPS. FTI Consulting uses Adjusted EPS to assess total company operating performance on a consistent basis. FTI Consulting believes that this Non-GAAP financial measure, when considered together with its GAAP financial results and GAAP financial measures, provides management and investors with a more complete understanding of its business operating results, including underlying trends, by excluding the effects of remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges and losses on early extinguishment of debt.

Non-GAAP financial measures are not defined in the same manner by all companies and may not be comparable to 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 FTI Consulting’s Consolidated Statements of Comprehensive Income. Reconciliations of Non-GAAP financial measures to GAAP are included in the Presentation.

The Presentation does not include a reconciliation of FTI Consulting’s 2016 Adjusted EPS guidance to an estimate of GAAP EPS. It is difficult to predict and estimate future remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges and/or losses on early extinguishment of debt, as these items are dependent on future events that are uncertain. Accordingly, a reconciliation of FTI Consulting’s Non-GAAP financial measure guidance to the corresponding GAAP financial measure is not available without unreasonable effort.

The Presentation may contain forward-looking statements within the meaning of the federal securities laws. These forward-looking statements are necessarily based on certain assumptions as of the date such forward-looking statements were made and are subject to significant risks and uncertainties. FTI Consulting does not undertake any responsibility for the adequacy, accuracy or completeness or to update any of these statements in the future. Actual future performance and results could differ from that contained in or suggested by the forward-looking statements.

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 Exchange 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 November 2016 Investor Presentation of FTI Consulting, Inc.

SIGNATURES

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

FTI CONSULTING, INC.

Dated: November 10, 2016

By: /s/ CURTIS LU

Curtis Lu
General Counsel

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	November 2016 Investor Presentation of FTI Consulting, Inc.



FTI Consulting, Inc.

Current Investor Presentation

November 2016



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 and other matters, business trends and other information that is not historical, including statements regarding estimates of our medium-term growth targets or other future financial results. When used in this presentation, words such as "anticipates," "estimates," "expects," "goals," "intends," "believes," "forecasts," "targets," "objectives" 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 medium-term growth targets and our future financial results, are based upon our expectations at the time we make them and various assumptions. Our expectations, beliefs, projections and growth targets 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, estimates or growth targets will be achieved, and the Company's actual results may differ materially from our expectations, beliefs, estimates and growth targets. The Company has experienced fluctuating revenues, operating income and cash flow 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, adverse financial, real estate or other market and general economic conditions, which could impact each of our segments differently, the pace and timing of the consummation and integration of past and future acquisitions, the Company's ability to realize cost savings and efficiencies, competitive and general economic conditions, retention of staff and clients and other risks described under the heading "Item 1A Risk Factors" in the Company's most recent Form 10-K filed with the 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

FTI Consulting is a leading global business advisory firm with **strong people and strong positions**; corporations, law firms and governments come to FTI Consulting when there is a critical need

Organic growth strategy with an emphasis on profitable revenue growth – organic revenue growth for the first nine months of 2016 was 3.9%, excluding FX

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

FTI Consulting maintains a **healthy balance sheet** with **strong cash flows** and access to capital

Believe we are on a path towards **double-digit year-over-year Adjusted EPS growth**



FTI Consulting: Experts with Impact

FCN

Publicly Traded

\$1.8BLN

Equity Market Capitalization⁽¹⁾

1982

Year Founded

4,600+

Total Employees Worldwide

440+

Senior Managing Directors

81

Offices in 81 Cities Around
the Globe

9

9 Specialized Industry
Practice Groups

**2 Nobel
Laureates**

10/10

Advisor to World's Top 10
Bank Holding Companies

92/100

Advisor to 92 of the World's
Top 100 Law Firms

48/100

48 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
- Brentwood
- Charlotte
- Chicago
- Coral Gables
- Dallas
- Denver
- Great Neck
- Houston
- Indianapolis
- Lake Oswego
- Los Angeles
- McLean
- Miami
- Mountain View
- New York
- Oakland
- Pasadena
- Philadelphia
- Phoenix
- Pittsburgh
- Princeton
- Rockville
- Roseland
- Saddle Brook
- San Francisco
- Santa Barbara
- Seattle
- Tucson
- Walnut Creek
- Washington, D.C.
- Wayne
- West Palm Beach
- Winston-Salem

Latin America

- Argentina**
- Buenos Aires
- Brazil**
- Rio de Janeiro
- São Paulo
- Caribbean**
- British Virgin Islands
- Cayman Islands
- Colombia**
- Bogotá
- Mexico**
- Mexico City
- Panama**
- Panama City

Europe, Middle East, Africa

- Belgium**
- Brussels
- Denmark**
- Copenhagen
- France**
- Paris
- Germany**
- Berlin
- Frankfurt
- Ireland**
- Dublin
- Netherlands**
- Den Haag
- Qatar**
- Doha
- Russia**
- Moscow
- South Africa**
- Cape Town
- Johannesburg
- Spain**
- Madrid
- United Arab Emirates**
- Abu Dhabi
- Dubai
- United Kingdom**
- London
- Stirling

Asia Pacific

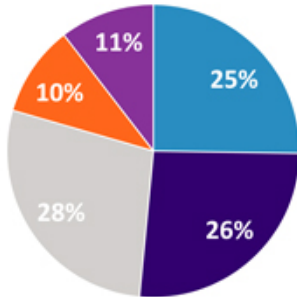
- Australia**
- Brisbane
- Melbourne
- Perth
- Sydney
- China**
- Beijing
- Guangzhou
- Hong Kong
- Shanghai
- India**
- Mumbai
- New Delhi
- Indonesia**
- Jakarta
- Japan**
- Tokyo
- Korea**
- Seoul
- Malaysia**
- Kuala Lumpur
- Philippines¹**
- Manila
- Singapore**

Business Snapshot: Five Segments, One Purpose

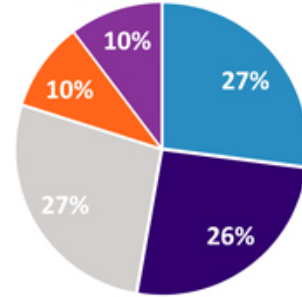


Segment Snapshot: Revenues and Adjusted Segment EBITDA

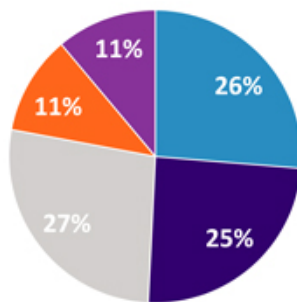
Q3 2016 Segment Revenues



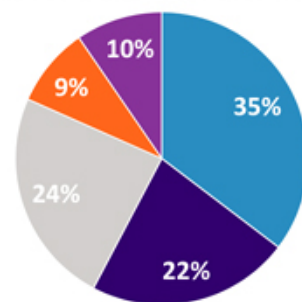
Nine Months Ended September 30, 2016 Segment Revenues



Q3 2016 Total Adjusted Segment EBITDA



Nine Months Ended September 30, 2016 Total Adjusted Segment EBITDA



See accompanying financial tables and "End Notes: FTI Consulting Non-GAAP Data Reconciliations" for the definition and reconciliations of Total Adjusted Segment EBITDA, which is a non-GAAP financial measure, to the most directly comparable GAAP measure.

Segment Overview

Corporate Finance & Restructuring

Services

Bankruptcy Support Services

Interim Management Services

Investment Banking

Litigation Support

Business Transformation Services

Performance Improvement

Private Equity Advisory

Restructuring/Turnaround Services

Transaction Services

Valuation & Financial Advisory Services

Clients

Corporations/C-suite

Boards of Directors

Equity Sponsors

Secured Lenders

Unsecured Creditors



	2010	2011	2012	2013	2014	Q1 2015	Q2 2015	Q3 2015	Q4 2015	2015	Q1 2016	Q2 2016	Q3 2016
Segment Revenue	\$396,216	\$364,409	\$394,719	\$382,526	\$391,115	\$106,212	\$109,113	\$113,487	\$111,586	\$440,398	\$127,156	\$132,142	\$110,617
Segment Gross Profit Margin	41.8%	37.4%	39.5%	35.9%	32.6%	39.8%	37.6%	39.5%	36.5%	38.3%	40.7%	38.8%	33.6%
Segment SG&A	\$59,629	\$60,499	\$61,027	\$71,966	\$75,382	\$20,528	\$19,695	\$18,852	\$22,475	\$81,550	\$20,823	\$19,983	\$20,109
Adjusted Segment EBITDA	\$108,152	\$75,942	\$95,916	\$67,183	\$55,492	\$22,480	\$22,032	\$26,662	\$18,927	\$90,101	\$31,603	\$32,041	\$17,762
Adjusted Segment EBITDA Margin	27.3%	20.8%	24.3%	17.6%	14.2%	21.2%	20.2%	23.5%	17.0%	20.5%	24.9%	24.2%	16.1%
Segment Billable Headcount	620	587	697	737	706	735	775	830	838	838	857	853	904

(in thousands, except percentages and headcount data) (unaudited)

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 Initiatives

Reinforce core positions e.g., TMT, company-side, interim management, creditor rights

Drive organic growth in new/adjacent businesses where we have the right to win, e.g., EMEA restructuring, performance improvement, carve-out

Drive overseas bets to fruition e.g., EMEA transaction advisory services, EMEA Tax

Focus on **profitability enhancements** cost control, engagement profitability improvements

Q3 2016 Key Financial Commentary

- **Revenues** decreased \$2.9 million, or 2.5%, to \$110.6 million for the three months ended September 30, 2016, which included a 1.6% estimated negative impact from FX. Excluding the estimated impact of FX, revenues decreased by \$1.0 million, or 0.9% compared to the prior year quarter.
- **Gross profit** decreased \$7.7 million, or 17.1%, to \$37.2 million for the three months ended September 30, 2016.
- **Gross profit margin** decreased 5.9 percentage points for the three months ended September 30, 2016. The decrease was primarily due to lower utilization and higher costs related to the ramp up of experienced hires, which contributed to 5.2 percentage points of the gross profit margin decrease.
- **Adjusted Segment EBITDA** for the quarter was \$17.8 million, or 16.1 percent of segment revenues, compared to \$26.7 million, or 23.5 percent of segment revenues, in the prior year quarter.

Forensic and Litigation Consulting

Services

Business Insurance Claims

Compliance, Monitoring & Receivership

Construction & Environmental Solutions

Dispute Advisory Services

Financial Enterprise & Data Analytics ("FEDA")

Financial Services

Forensic Accounting & Advisory Services ("FAAS")

Global Risk & Investigations Practice ("GRIP")

Government Contracts

Health Solutions

Insurance

Intellectual Property

Trial Services

Clients

Corporations

Boards of Directors

Governments

Law Firms

Poker
Stars.com

mvmc

MKG



STANFORD

	2010	2011	2012	2013	2014	Q1 2015	Q2 2015	Q3 2015	Q4 2015	2015	Q1 2016	Q2 2016	Q3 2016
Segment Revenue	\$379,780	\$428,730	\$407,586	\$433,632	\$483,380	\$123,265	\$126,131	\$116,158	\$116,715	\$482,269	\$119,004	\$118,193	\$115,045
Segment Gross Profit Margin	37.5%	36.5%	33.8%	35.9%	36.6%	36.3%	35.2%	30.0%	26.7%	32.2%	32.7%	31.1%	32.9%
Segment SG&A	\$69,712	\$78,745	\$80,842	\$84,616	\$90,707	\$23,634	\$25,347	\$22,349	\$23,387	\$94,717	\$20,192	\$22,523	\$22,554
Adjusted Segment EBITDA	\$76,402	\$80,923	\$60,566	\$74,481	\$90,468	\$22,071	\$19,979	\$13,406	\$8,811	\$64,267	\$19,808	\$15,190	\$16,554
Adjusted Segment EBITDA Margin	20.1%	18.9%	14.9%	17.2%	18.7%	17.9%	15.8%	11.5%	7.5%	13.3%	16.6%	12.9%	14.4%
Segment Billable Headcount	911	957	952	1,061	1,154	1,145	1,169	1,209	1,131	1,131	1,132	1,117	1,145

(in thousands, except percentages and headcount data) (unaudited)

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 Initiatives

Reinvest behind core areas of strength e.g., FAAS, FEDA, GRIP

Grow key regions where we have a right to win in e.g., with a focus in construction & environmental solutions

Invest behind people to expand key businesses e.g., insurance, geopolitical intelligence

Q3 2016 Key Financial Commentary

- **Revenues** decreased \$1.1 million, or 1.0%, to \$115.0 million for the three months ended September 30, 2016 as higher success fees were offset by lower demand in the segment's health solutions practice. Excluding the estimated impact of FX, revenues were flat compared to the prior year quarter.
- **Gross profit** increased \$3.1 million, or 8.8%, to \$37.9 million for the three months ended September 30, 2016.
- **Gross profit margin** increased 2.9 percentage points for the three months ended September 30, 2016. This increase was primarily due to higher success fees realized in the segment's health solutions practice.
- **Adjusted Segment EBITDA** was \$16.6 million, or 14.4 percent of segment revenues, compared to \$13.4 million, or 11.5 percent of segment revenues, in the prior year quarter.

Economic Consulting

Services

Antitrust & Competition Economics

Business Valuation

Center for Healthcare Economics and Policy

Intellectual Property

International Arbitration

Labor & Employment

Public Policy

Regulated Industries

Securities Litigation & Risk Management

Clients

Corporations

Government Entities

Law Firms



	2010	2011	2012	2013	2014	Q1 2015	Q2 2015	Q3 2015	Q4 2015	2015	Q1 2016	Q2 2016	Q3 2016
Segment Revenue	\$255,660	\$ 353,981	\$391,622	\$447,366	\$451,040	\$106,081	\$108,698	\$114,541	\$118,589	\$447,909	\$130,731	\$118,006	\$122,480
Segment Gross Profit Margin	33.2%	31.4%	32.3%	32.9%	27.0%	24.6%	26.9%	27.4%	28.1%	26.8%	28.2%	27.2%	27.6%
Segment SG&A	\$37,879	\$46,802	\$51,912	\$58,282	\$66,159	\$15,501	\$14,858	\$15,538	\$15,316	\$61,213	\$16,426	\$17,604	\$16,745
Adjusted Segment EBITDA	\$49,481	\$67,028	\$77,461	\$92,204	\$59,282	\$11,556	\$15,292	\$16,654	\$18,828	\$62,330	\$21,319	\$15,381	\$18,354
Adjusted Segment EBITDA Margin	19.4%	18.9%	19.8%	20.6%	13.1%	10.9%	14.1%	14.5%	15.9%	13.9%	16.3%	13.0%	15.0%
Segment Billable Headcount	297	433	474	530	574	566	554	594	599	599	607	604	647

(in thousands, except percentages and headcount data) (unaudited)

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 Initiatives

Continue driving **Compass Lexecon**

Expand **international arbitration, energy and Center for Healthcare Economics and Policy offerings**

Continue to expand **cross-segment collaboration**

Q3 2016 Key Financial Commentary

- **Revenues** increased \$7.9 million, or 6.9%, to \$122.5 million for the three months ended September 30, 2016, which included a 2.5% estimated negative impact from FX. Excluding the estimated impact of FX, revenues increased by \$10.8 million, or 9.4%, primarily due to higher demand and higher average realization in non-M&A antitrust services in North America, which was partially offset by lower average realization in financial economics services in North America.
- **Gross profit** increased \$2.4 million, or 7.8%, to \$33.8 million for the three months ended September 30, 2016.
- **Gross profit margin** increased 0.2 percentage points for the three months ended September 30, 2016. This increase was due to improved utilization in North America, which was partially offset by lower utilization in EMEA.
- **Adjusted Segment EBITDA** was \$18.4 million, or 15.0 percent of segment revenues, compared to \$16.7 million, or 14.5 percent of segment revenues, in the prior year quarter.

Technology

Software & Services

Computer Forensics & Investigations

Discovery Consulting

E-discovery Software & Services

Clients

Corporations

Government Agencies

Law Firms



	2010	2011	2012	2013	2014	Q1 2015	Q2 2015	Q3 2015	Q4 2015	2015	Q1 2016	Q2 2016	Q3 2016
Segment Revenue	\$176,607	\$218,738	\$195,194	\$202,663	\$241,310	\$54,654	\$61,826	\$55,568	\$46,551	\$218,599	\$48,281	\$41,882	\$44,072
Segment Gross Profit Margin	62.7%	60.0%	54.9%	52.2%	48.0%	44.7%	43.6%	43.9%	40.7%	43.3%	41.5%	41.2%	41.8%
Segment SG&A	\$ 59,721	\$65,322	\$62,436	\$59,890	\$68,162	\$18,026	\$18,297	\$17,386	\$17,411	\$71,120	\$16,014	\$16,211	\$15,129
Adjusted Segment EBITDA	\$64,358	\$77,011	\$57,203	\$60,655	\$63,545	\$10,073	\$12,166	\$10,813	\$5,958	\$39,010	\$7,823	\$5,035	\$7,398
Adjusted Segment EBITDA Margin	36.4%	35.2%	29.3%	29.9%	26.3%	18.4%	19.7%	19.5%	12.8%	17.8%	16.2%	12.0%	16.8%
Segment Billable Headcount	257	290	277	306	344	360	364	354	349	349	313	301	298

(in thousands, except percentages and headcount data) (unaudited)

Technology (continued)

Segment Offering

The Technology segment is a leading provider of software and consulting services for e-discovery and information management. We assist clients with internal, regulatory and global investigations, early case assessment, litigation and joint defense, antitrust and competition investigations, including pre-merger notification "Second Request", and the secure management, analysis and use of critical corporate information. We also help clients locate, review and produce electronically stored information ("ESI"). Our proprietary Ringtail® software and Acuity® managed review are used for e-discovery and document review in litigation and secure information management.

Medium-Term Initiatives

Increased investment in **R&D** and **sales and marketing** to expand the ecosystem for Ringtail®

Ongoing investment in **new products and services** e.g., information governance services, to stay leading edge with respect to the most complicated, major corporate events

Q3 2016 Key Financial Commentary

- **Revenues** decreased \$11.5 million, or 20.7%, to \$44.1 million for the three months ended September 30, 2016, due to a decline in M&A-related second request activity and reduced demand for services related to litigation.
- **Gross profit** decreased \$6.0 million, or 24.6%, to \$18.4 million for the three months ended September 30, 2016.
- **Gross profit margin** decreased 2.1 percentage points for the three months ended September 30, 2016. The decrease was primarily due to lower demand and realized pricing for managed review services.
- **Adjusted Segment EBITDA** was \$7.4 million, or 16.8 percent of segment revenues, compared to \$10.8 million, or 19.5 percent of segment revenues, in the prior year quarter.

Strategic Communications

Services

Corporate Communications

Creative Engagement & Digital Communications

Crisis Communications

Employee Engagement & Change Communications

Financial Communications

Litigation Communications

M&A Communications

Public Affairs

Restructuring & Financial Issues

Shareholder Activism & Proxy Advisory

Strategy Consulting & Research

Clients

CEOs

CFOs

Chief Communications Officers

Investor Relations Officers

Boards of Directors



	2010	2011	2012	2013	2014	Q1 2015	Q2 2015	Q3 2015	Q4 2015	2015	Q1 2016	Q2 2016	Q3 2016
Segment Revenue	\$193,198	\$200,910	\$187,750	\$186,245	\$189,367	\$42,126	\$43,369	\$55,716	\$48,763	\$189,974	\$45,113	\$49,924	\$45,828
Segment Gross Profit Margin	37.4%	37.2%	36.9%	34.7%	36.7%	37.4%	36.9%	33.0%	38.4%	36.3%	38.0%	39.4%	37.2%
Segment SG&A	\$46,469	\$50,919	\$46,852	\$47,874	\$48,890	\$10,444	\$10,747	\$10,058	\$11,471	\$42,720	\$11,408	\$11,518	\$9,945
Adjusted Segment EBITDA	\$28,971	\$26,801	\$25,019	\$18,737	\$22,588	\$5,752	\$5,631	\$8,717	\$7,627	\$27,727	\$6,108	\$8,440	\$7,509
Adjusted Segment EBITDA Margin	15.0%	13.3%	13.3%	10.1%	11.9%	13.7%	13.0%	15.6%	15.6%	14.6%	13.5%	16.9%	16.4%
Segment Billable Headcount	583	582	593	590	566	556	551	594	599	599	601	606	624

(in thousands, except percentages and headcount data) (unaudited)

Strategic Communications (continued)

Segment Offering

The Strategic Communications segment provides 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 Initiatives

Reinforce **financial and corporate communications positions**

Continued expansion of **public affairs practice**

Focus on **EBIT improvement**

Q3 2016 Key Financial Commentary

- **Revenues** decreased \$9.9 million, or 17.7%, to \$45.8 million for the three months ended September 30, 2016, which included a 3.8% estimated negative impact from FX. Excluding the estimated impact of FX, revenues decreased by \$7.8 million, or 14.0%. This decline was primarily due to an \$8.5 million reduction in pass-through revenues.
- **Gross profit** decreased \$1.4 million, or 7.3%, to \$17.1 million for the three months ended September 30, 2016.
- **Gross profit margin** increased 4.2 percentage points for the three months ended September 30, 2016. The increase was primarily due to lower pass-through revenues. Excluding the impact of net pass-through revenues, gross profit margin declined 2.0 percentage points due to higher costs related to ramp up of new hires.
- **Adjusted Segment EBITDA** was \$7.5 million, or 16.4 percent of segment revenues, compared to \$8.7 million, or 15.6 percent of segment revenues, in the prior year quarter.

Recent Awards & Accolades

FTI Consulting and Compass Lexecon recognized as **Most Highly Regarded Firms in *Who's Who Legal: Consulting Experts Guide*** – garners **top position with 98 experts** recognized – the most experts named of any firm

FTI Consulting **ranked the #1 provider** in crisis management, litigation valuation, case management software and corporate investigations support by ***Corporate Counsel*** – selected a top provider in 13 categories

Five professionals named to ***Intellectual Asset Management ("IAM")*** magazine's ***Patent 1000 – The World's Leading Patent Professionals*** guide

FTI Consulting wins **Mega Company Turnaround of the Year Award from Turnaround Management Association** for Chassis Holdings, Inc. restructuring

FTI Consulting named **#1 Crisis Management Firm** with the most professionals of any firm named to the ***The Deal's Q3 2016 Bankruptcy League Tables***

FTI Consulting named **ALM Vanguard for Dispute Advisory & Analysis Services by ALM Intelligence** in the ***Forensics & Dispute Advisory 2016*** report

Forbes magazine named FTI Consulting to inaugural list of ***America's Best Management Consulting Firms*** in 17 categories

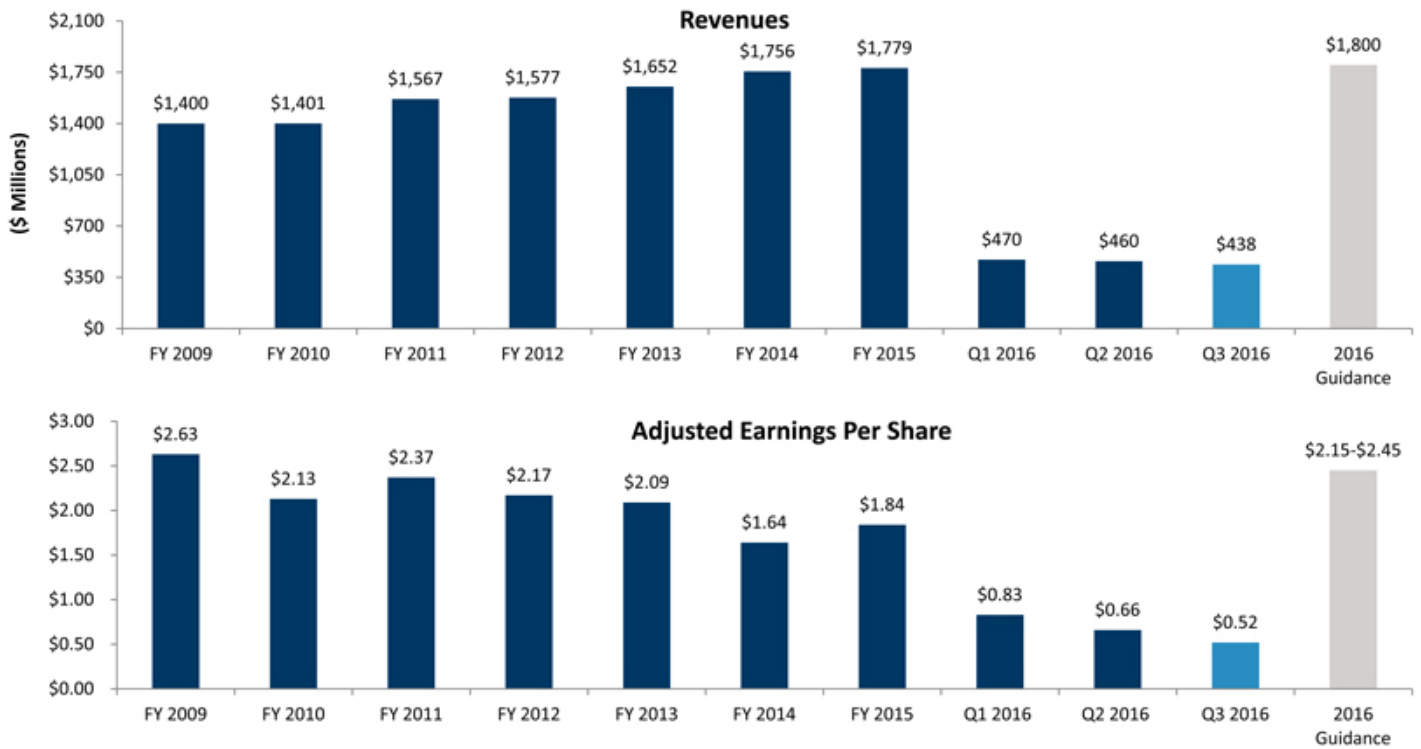
Winner of **Best IPO Communications** at the **Corporate & Financial Awards in the UK** by ***Communicate*** magazine

Honored as **Best Intellectual Property Consulting Firm** by ***The National Law Journal***

Radiance Visual Analytics Platform wins **Computer Technology Review's ("CTR") MVP Award** in the Big Data category

Financial Overview

Revenues and Adjusted Earnings Per Share



Financial Profile

(In thousands, except for DSOs)

	Three Months Ended September 30, 2016	Three Months Ended June 30, 2016	Twelve Months Ended December 31, 2015	Three Months Ended September 30, 2015	Twelve Months Ended December 31, 2014
Cash and cash equivalents	\$ 225,184	\$ 182,665	\$ 149,760	\$ 104,974	\$ 283,680
Accounts receivable, net	\$ 547,588	\$ 547,298	\$ 499,784	\$554,400	\$ 485,101
Days sales outstanding ("DSO") ⁽¹⁾	106	100	97	105	97
Net cash provided by operating activities	\$ 70,942	\$ 73,732	\$ 139,920	\$74,034	\$ 135,401
Purchases of property and equipment	\$ 10,872	\$ 5,621	\$ 31,399	\$7,141	\$ 39,256
Payments for acquisition of businesses, net of cash received	-	\$ 56	\$ 575	\$ (1)	\$ 23,467
Purchase and retirement of common stock	-	-	\$ 26,532	-	\$ 4,367
Total debt	\$ 475,000	\$ 500,000	\$ 500,000	\$520,000	\$ 711,000



(1) DSO is a performance measure used to assess how quickly revenues are collected by the Company. We calculate DSO at the end of each reporting period by dividing net accounts receivable reduced by billings in excess of services provided, by revenue for the quarter, adjusted for changes in foreign exchange rates. We multiply the result by the number of days in the quarter.

Appendix

Financial Tables

Reconciliations of Non-GAAP Financial Measures

Q3 2016 - FY 2009 Reconciliations of Net Income (Loss) to Adjusted Net Income and Earnings (Loss) Per Share to Adjusted Earnings Per Share

In thousands, except for per share data

	Q3 2016	Q2 2016	Q1 2016	2015	2014	2013	2012	2011	2010	2009
Net income (loss)	\$21,691	\$26,547	\$30,181	\$66,053	\$58,807	(\$10,594)	(\$36,986)	\$103,903	\$65,984	\$139,843
Add back:										
Special charges, net of tax	-	1,059	3,269	-	9,637	23,267	19,115	9,285	32,733	-
Goodwill impairment charge	-	-	-	-	-	83,752	110,387	-	-	-
Loss on early extinguishment of debt, net of tax	-	-	-	11,881	-	-	2,910	-	3,019	-
Remeasurement of acquisition-related contingent consideration, net of tax	-	-	600	(1,120)	(1,718)	(12,054)	(5,228)	(9,953)	-	-
Adjusted Net Income ⁽¹⁾	\$21,691	\$27,606	\$34,050	\$76,814	\$66,726	\$84,371	\$90,198	\$103,235	\$101,736	\$139,843
Earnings (loss) per common share – diluted	\$0.52	\$0.64	\$0.73	\$1.58	\$1.44	(\$0.27)	(\$0.92)	\$2.39	\$1.38	\$2.63
Add back:										
Special charges, net of tax	-	0.02	0.08	-	0.24	0.59	0.47	0.21	0.69	-
Goodwill impairment charge	-	-	-	-	-	2.14	2.74	-	-	-
Loss on early extinguishment of debt, net of tax	-	-	-	0.28	-	-	0.07	-	0.06	-
Remeasurement of acquisition-related contingent consideration, net of tax	-	-	0.02	(0.02)	(0.04)	(0.30)	(0.13)	(0.23)	-	-
Impact of denominator for diluted adjusted earnings per common share	-	-	-	-	-	(0.07)	(0.06)	-	-	-
Adjusted earnings per common share – diluted ⁽¹⁾	\$0.52	\$0.66	\$0.83	\$1.84	\$1.64	\$2.09	\$2.17	\$2.37	\$2.13	\$2.63
Weighted average number of common shares outstanding – diluted	42,065	41,599	41,148	41,729	40,729	40,421	41,578	43,473	47,664	53,127



⁽¹⁾ See "End Notes: FTI Consulting Non-GAAP Data Reconciliations" for the definition of Adjusted Net Income and Adjusted Earnings Per Share.

Reconciliation of Total Adjusted Segment EBITDA to Income Before Income Tax Provision and Net Income

In thousands, except for per share data

	QTD 3 Months Ending September 30, 2016	YTD 9 Months Ending September 30, 2016
Adjusted Segment EBITDA		
Corporate Finance & Restructuring	\$ 17,762	\$81,406
Forensic and Litigation Consulting	16,554	51,552
Economic Consulting	18,354	55,054
Technology	7,398	20,256
Strategic Communications	7,509	22,057
Total Adjusted Segment EBITDA⁽¹⁾	\$ 67,577	\$ 230,325
Segment depreciation expense	(7,920)	(22,128)
Amortization of intangible assets	(2,845)	(8,041)
Special Charges	-	(6,811)
Unallocated corporate expenses, excluding special charges	(21,738)	(60,890)
Interest income and other	3,213	9,895
Interest expense	(6,304)	(18,836)
Remeasurement of acquisition-related contingent consideration	-	(980)
Income before income tax provision	\$ 31,983	\$ 122,534
Income tax provision	(10,292)	(44,115)
Net Income	\$ 21,691	\$78,419

⁽¹⁾ See "End Notes: FTI Consulting Non-GAAP Data Reconciliations" for the definition of Total Adjusted Segment EBITDA.



End Notes: FTI Consulting Non-GAAP Data Reconciliations

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

We define, non-GAAP measures, Total Adjusted Segment EBITDA as the total of Adjusted Segment EBITDA for all segments, which excludes unallocated corporate expenses, and Adjusted EBITDA as consolidated net income (loss) 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 and losses on early extinguishment of debt. We believe that our 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, by excluding the effects of remeasurement of acquisition-related contingent consideration, special charges and goodwill impairment charges. In addition, EBITDA and Adjusted EBITDA are common alternative measures of operating performance used by many of our competitors. They are 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 supplemental information for comparison of our operating results to the operating results of other companies.

We define Adjusted Net Income and Adjusted Earnings per Diluted Share ("Adjusted EPS"), non-GAAP financial measures, as net income (loss) and earnings per diluted share ("GAAP EPS"), respectively, excluding the impact of remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges and losses on early extinguishment of debt. 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 this measure, when considered together with our GAAP financial results and GAAP financial measures, provides management and investors with a more complete understanding of our business operating results, including underlying trends, by excluding the effects of remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges and losses on early extinguishment of debt.

Non-GAAP financial measures are not defined in the same manner by all companies and may not be comparable to 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. Reconciliations of non-GAAP financial measures to GAAP are included in the financial tables accompanying this presentation.

The financial tables accompanying this presentation do not include a reconciliation of the Company's 2016 Adjusted EPS guidance to an estimate of GAAP EPS. It is difficult to predict and estimate future remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges and/or losses on early extinguishment of debt, as these items are dependent on future events that are uncertain. Accordingly, a reconciliation of our non-GAAP financial measure guidance to the corresponding GAAP measure is not available without unreasonable effort.

Experts with Impact