

FTI CONSULTING INC  
Form 8-K  
August 05, 2009

# 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): August 4, 2009

## FTI CONSULTING, INC.

(Exact Name of Registrant as Specified in Charter)

**Maryland**  
(State or other jurisdiction

**001-14875**  
(Commission File Number)

**52-1261113**  
(IRS Employer

of incorporation)

Identification No.)

**777 South Flagler Drive, Suite 1500 West Tower, West Palm Beach, Florida 33401**

(Address of principal executive offices) (Zip Code)

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

## Edgar Filing: FTI CONSULTING INC - Form 8-K

**(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 240.14d-2(b))
- 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 2.02. Results of Operations and Financial Condition**

On August 4, 2009, FTI Consulting, Inc. ( *FTI* ) issued its press release (the *Press Release* ) reporting its financial results for the second quarter ended June 30, 2009 and updating guidance for the year ending December 31, 2009. The full text of the *Press Release* (including financial tables and updated guidance) is set forth in Exhibit 99.1 and is incorporated by reference herein.

**ITEM 7.01. Regulation FD Disclosure**

The *Press Release* (and financial tables) includes information regarding earnings before interest, taxes, depreciation and amortization of intangible assets plus non-operating litigation settlements ( *EBITDA* ) for FTI and each of its five business segments ( *Segment EBITDA* ) for the three months and six months ended June 30, 2009. We use *EBITDA* and *Segment EBITDA* in evaluating financial performance. Although *EBITDA* is not a measure of financial condition or performance determined in accordance with generally accepted accounting principles ( *GAAP* ) we believe that it can be a useful operating performance measure for evaluating our results of operation as compared from period to period and as compared to our competitors. *EBITDA* is a common alternative measure of operating performance used by investors, financial analysts and rating agencies to value and compare the financial performance of companies in our industry. We use *Segment EBITDA* to evaluate and compare the operating performance of our segments and it is one of the primary measures used to determine employee bonuses. We also use *EBITDA* to value the businesses we acquire or anticipate acquiring. Reconciliations of *EBITDA* to net income and *Segment EBITDA* to segment operating profit are included in the accompanying tables to the *Press Release*. *EBITDA* is not defined in the same manner by all companies and may not be comparable to other similarly titled measures of other companies unless the definition is the same. This non-GAAP measure should be considered in addition to, but not as a substitute for or superior to, the information contained in our statements of income.

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**

(c) *Exhibits*

99.1 *Press Release* dated August 4, 2009 (including *Financial Tables*), of FTI Consulting, Inc.

SIGNATURES

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

FTI CONSULTING, INC.

Dated: August 5, 2009

By: /S/ ERIC B. MILLER  
Eric B. Miller

Executive Vice President and General Counsel

EXHIBIT INDEX

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release dated August 4, 2009 (including Financial Tables), of FTI Consulting, Inc.