

NAVIGANT CONSULTING INC  
Form 8-K  
May 02, 2012

**UNITED STATES**  
**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): May 2, 2012**

**Navigant Consulting, Inc.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
  
of Incorporation)

**1-12173**  
(Commission  
  
File Number)

**36-4094854**  
(I.R.S. Employer  
  
Identification No.)

Edgar Filing: NAVIGANT CONSULTING INC - Form 8-K

**30 South Wacker Drive, Suite 3550,**

**Chicago, Illinois**  
**(Address of Principal Executive Offices)**

**(312) 573-5600**

**60606**  
**(Zip Code)**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(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 (*see* General Instruction A.2. below):

- ..  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 8.01. Other Events.**

On May 2, 2012, William M. Goodyear, Executive Chairman of the Board of Directors of Navigant Consulting, Inc. (the Company), adopted a trading plan in accordance with Rule 10b5-1 of the Securities and Exchange Act of 1934, as amended, and the Company's insider trading policy.

The trading plan provides for the sale of shares of the Company's common stock currently owned by Mr. Goodyear from time to time during the period beginning on May 21, 2012 and ending on April 30, 2013, assuming a specified minimum price threshold is met. Transactions effected under the trading plan will be reported by Mr. Goodyear on Forms 144 and Forms 4, as applicable, filed with the Securities and Exchange Commission.

Mr. Goodyear adopted the trading plan for individual investment diversification and financial planning purposes. Mr. Goodyear is, and will continue to be, in compliance with the Company's stock ownership guidelines after the completion of the sales contemplated by the trading plan.

The Company does not undertake to report similar trading plans that may be adopted by any executive officers or directors in the future, or to report any modifications or terminations of any publicly announced trading plans, except to the extent required by law.

SIGNATURES

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

NAVIGANT CONSULTING, INC.

Date: May 2, 2012

By: /s/ Thomas A. Nardi  
Name: Thomas A. Nardi  
Title: Executive Vice President and  
Chief Financial Officer