

NAVIGANT CONSULTING INC  
Form 8-K  
March 26, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 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): March 20, 2014**

**Navigant Consulting, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**1-12173**

(Commission File Number)

**36-4094854**

(IRS Employer Identification No.)

**30 South Wacker Drive, Suite 3550**

**Chicago, Illinois**

(Address of Principal Executive Offices)

**60606**

(Zip Code)

**(312) 573-5600**

(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)

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- “ 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On March 20, 2014, in connection with the previously-announced retirement of William M. Goodyear, Executive Chairman, and in recognition of his years of service with Navigant Consulting, Inc. (the Company), the Compensation Committee of the Board of Directors of the Company approved an amendment to extend the post-termination option exercise period set forth in Mr. Goodyear's outstanding stock option award agreements with respect to any vested stock options held by him as of his retirement date from three months following his retirement date to one year following his retirement date (or, if earlier, the original option expiration date).

**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: March 26, 2014

By: /s/ Monica M. Weed  
Name: Monica M. Weed  
Title: Executive Vice President, Secretary  
and General Counsel