

FMC TECHNOLOGIES INC

Form 4

February 11, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NETHERLAND JOSEPH H

(Last) (First) (Middle)

1803 GEARS ROAD

(Street)

HOUSTON, TX 77067

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

FMC TECHNOLOGIES INC [FTI]

3. Date of Earliest Transaction
(Month/Day/Year)

02/10/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

CEO and President

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/10/2005		M		49,466	A	\$ 19.32
Common Stock	02/10/2005		S		3,100	D	\$ 33.05
Common Stock	02/10/2005		S		1,800	D	\$ 33.06
Common Stock	02/10/2005		S		1,266	D	\$ 33.07
Common Stock	02/10/2005		S		2,500	D	\$ 33.08

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Common Stock	02/10/2005	S	3,300	D	\$ 33.09	222,400	D
Common Stock	02/10/2005	S	2,600	D	\$ 33.1	219,800	D
Common Stock	02/10/2005	S	7,500	D	\$ 33.11	212,300	D
Common Stock	02/10/2005	S	7,800	D	\$ 33.12	204,500	D
Common Stock	02/10/2005	S	12,700	D	\$ 33.13	191,800	D
Common Stock	02/10/2005	S	2,600	D	\$ 33.14	189,200	D
Common Stock	02/10/2005	S	1,100	D	\$ 33.15	188,100	D
Common Stock	02/10/2005	S	100	D	\$ 33.16	188,000	D
Common Stock	02/10/2005	S	100	D	\$ 33.17	187,900	D
Common Stock	02/10/2005	S	2,100	D	\$ 33.18	185,800	D
Common Stock	02/10/2005	S	900	D	\$ 33.19	184,900	D
Common Stock						360.35	I

By
Qualified
401(k)
Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or

Employee
Stock
Option
(right to
buy)

\$ 19.32

02/10/2005

M

49,466

01/02/2001

02/24/2008

Common
Stock

49,466

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NETHERLAND JOSEPH H 1803 GEARS ROAD HOUSTON, TX 77067	X		CEO and President	

Signatures

By: By: James L.
Marvin

02/11/2005

__Signature of Reporting
Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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