

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name  FMC TECHNOLOGIES, INC.		<b>2</b> Issuer's employer identification number (EIN)  36-4412642	
<b>3</b> Name of contact for additional information  INVESTOR RELATIONS	<b>4</b> Telephone No. of contact  (281) 591-4000	<b>5</b> Email address of contact  INVESTORRELATIONS@FMCTI.COM	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact  1803 GEARS ROAD		<b>7</b> City, town, or post office, state, and Zip code of contact  HOUSTON, TX 77067	
<b>8</b> Date of action  MARCH 31, 2011		<b>9</b> Classification and description  COMMON STOCK	
<b>10</b> CUSIP number  30249U101	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol  FTI	<b>13</b> Account number(s)

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

**14** Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On March 31, 2011 FMC Technologies, Inc. (the "Company") made a two-for-one stock split of the Company's common stock in the form of a stock dividend, payable to shareholders of record as of March 14, 2011. The split increased the Company's total shares outstanding as of December 31, 2010 from approximately 120 million shares to 240 million shares. Shareholders of record as of March 14, 2011 received one share of common stock on March 31, 2011 for each share held as of the record date.

**15** Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ The basis of each share of the Company's common stock held by a U.S. taxpayer on the March 14, 2011 record date is reduced by 50%. The basis of each share received pursuant to the March 31, 2011 stock dividend is equal to the amount by which the share with respect to which it is distributed is reduced.

**16** Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ The basis of each share received in the stock dividend and the basis of each share with respect to which it is distributed, respectively, are, in the shareholder's hands, determined by allocating between the old share and the new share the adjusted basis of the old share. Since one share of common stock was distributed with respect to each share of common stock held, this allocation results in 50% of the basis in each share of old stock being allocated to the share of new stock received with respect to such old stock. For example, assume a shareholder holds 100 shares of common stock as of the March 14, 2011 record date with a basis per share of \$50 and a total basis of \$5,000. On March 31, 2011 one share of common stock is distributed to the shareholder for each share of old stock. The basis of each share of new stock received in the distribution is \$25. The basis of each share of old stock is adjusted to \$25. The total basis of the 200 shares now held is equal to \$5,000.

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ The two-for one stock split is a distribution to which Section 305(a) applies. The tax treatment described in the responses to Questions 15 and 16 above is based on Section 307(a).

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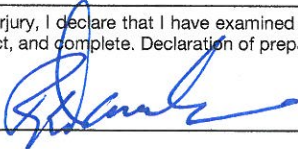
18 Can any resulting loss be recognized? ▶ No. Under Section 305(a) no gain or loss is recognized by a shareholder as a result of the two-for-one stock split.

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19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The two-for-one stock split is reportable for the shareholder's first tax year ending on or after March 31, 2011.

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Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here Signature ▶  Date ▶ 1/12/12

Print your name ▶ **ROBERT A DANECK** Title ▶ **ASSISTANT SECRETARY**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.