

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ See Attachment

Blank lines for listing applicable Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ See Attachment

Blank lines for indicating if a resulting loss can be recognized.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See Attachment

Blank lines for providing other information necessary to implement the adjustment.

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 ▶ *Jose S Cadena*

Date ▶ 5-12-2017

Print your name ▶ Jose S. Cadena

Title ▶ Vice President Tax

Paid Preparer Use Only

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.	

FMC Technologies, Inc.

EIN 36-4412642

Attachment to Form 8937

Report of Organizational Actions Affecting Basis of Securities

Debt Instruments: 2.00% Senior Notes due 2017

3.45% Senior Notes due 2022

IRS guidance under Section 6045B provide that if an issuer of a specified security takes an organizational action that affects the basis of the security, an information return on Form 8937 must be filed with the IRS, or in lieu of filing, posted on the company's public website.

The information contained in the Form 8937 and this attachment is intended to satisfy those requirements. This information does not constitute tax advice and does not purport to take into account any holder's specific circumstances. Holders are urged to consult their own tax advisors regarding U.S. tax consequences of the adjustments described herein and the impact to tax basis resulting from the adjustments.

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Report of Organizational Actions Affecting Basis of Securities

Debt Instruments: 2.00% Senior Notes due 2017

3.45% Senior Notes due 2022

Part II Line 14 – On March 29, 2017, FMC Technologies, Inc. (“FMC”) and TechnipFMC plc (“Technip”) completed an exchange of certain senior notes issued by FMC (the “Exchange”). In the Exchange –

- FMC’s 2.00% Senior Notes due 2017 (the “Old 2.00% Notes”) were exchanged for new 2.00% Senior Notes due 2017 issued by Technip (the “New 2.00% Notes”).
- FMC’s 3.45% Senior Notes due 2022 (the “Old 3.45% Notes,” and together with the Old 2.00% Notes, the “Old Notes”) were exchanged for new 3.45% Senior Notes due 2022 issued by Technip (the “New 3.45% Notes,” and together with the New 2.00% Notes, the “New Notes”).

For each \$1000 of principal amount surrendered, holders of Old Notes received:

Old Notes	Maturity Date	Aggregate Principal Amount Outstanding	Exchange Consideration	Early Tender Payment	Total Exchange Consideration ¹
Old 2.00% Notes CUSIP: 30249UAA9	1-Oct-17	\$300,000,000	\$970 principal amount of New 2.00% Notes and \$1.00 in cash	\$30 principal amount of New 2.00% Notes	\$1,000 principal amount of New 2.00% Notes and \$1.00 in cash
Old 3.45% Notes CUSIP: 30249UAB7	1-Oct-22	\$500,000,000	\$970 principal amount of New 3.45% Notes and \$1.00 in cash	\$30 principal amount of New 3.45% Notes	\$1,000 principal amount of New 3.45% Notes and \$1.00 in cash

¹Including Early Tender Payment

Part II line 15 – The Exchange is a taxable transaction for U.S. federal income tax purposes. In the Exchange, each holder’s tax basis in its Old Notes is extinguished and the holder’s tax basis in the New Notes is equal to the issue price of such New Note.

Holders of the Old Notes should consult their tax advisors to determine the tax consequences of the Exchange to them.

Part II line 16 – Each holder generally recognizes gain or loss in an amount equal to the difference, if any, between the amount realized by such holder in the Exchange and the holder’s adjusted tax basis in its Old Notes. The amount realized by a holder is generally the issue price of the New Notes (as described below) and cash received, and does not include the consideration, if any, attributable to accrued but unpaid interest. In the exchange, each holder’s tax basis in its Old Notes is extinguished and the holder’s tax basis in the New Notes is equal to the issue price of such New Note.

FMC Technologies, Inc.

EIN 36-4412642

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Report of Organizational Actions Affecting Basis of Securities

Debt Instruments: 2.00% Senior Notes due 2017

3.45% Senior Notes due 2022

We have determined that the New Notes are publicly traded under Treas. Reg. § 1.1273-2(f). The issue price is the fair market value of the New Notes as follows:

New Notes	Maturity Date	Aggregate Principal Amount	Issue Price (%)
New 2.00% Notes CUSIP: 87854XAA9	1-Oct-17	\$300,000,000	99.9
New 3.45% Notes CUSIP: 87854XAC5	1-Oct-22	\$500,000,000	99.3

Holders of the Old Notes should consult their tax advisors to determine the tax consequences of the Exchange to them.

Part II line 17 – Sections, 1001, 1012, and 1273

Part II line 18 – The Exchange may result in a loss to a holder to the extent such holder's tax basis in its Old Notes exceeds the amount realized in the Exchange.

Part II line 19 – The reportable taxable year is 2017.