

<b>OMB APPROVAL</b>	
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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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>SCHUMANN WILLIAM H</u> <hr/> (Last) (First) (Middle) 200 EAST RANDOLPH DRIVE <hr/> (Street) CHICAGO IL 60601 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FMC TECHNOLOGIES INC [ FTI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP and Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/08/2003</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	09/08/2003	09/08/2003	M		30,021	A	\$12.82	82,011.75	D	
Common Stock	09/08/2003	09/08/2003	M		44,489	A	\$12.78	126,500.75	D	
Common Stock	09/08/2003	09/08/2003	S		600	D	\$23.6	125,900.75	D	
Common Stock	09/08/2003	09/08/2003	S		300	D	\$23.59	125,600.75	D	
Common Stock	09/08/2003	09/08/2003	S		1,300	D	\$23.57	124,300.75	D	
Common Stock	09/08/2003	09/08/2003	S		100	D	\$23.56	124,200.75	D	
Common Stock	09/08/2003	09/08/2003	S		14,000	D	\$23.55	110,200.75	D	
Common Stock	09/08/2003	09/08/2003	S		200	D	\$23.54	110,000.75	D	
Common Stock	09/08/2003	09/08/2003	S		8,300	D	\$23.52	101,700.75	D	
Common Stock	09/08/2003	09/08/2003	S		4,100	D	\$23.5	97,600.75	D	
Common Stock	09/08/2003	09/08/2003	S		1,100	D	\$23.48	96,500.75	D	
Common Stock	09/08/2003	09/08/2003	S		1,400	D	\$23.45	95,100.75	D	
Common Stock	09/08/2003	09/08/2003	S		3,600	D	\$23.44	91,500.75	D	
Common Stock	09/08/2003	09/08/2003	S		1,910	D	\$23.43	89,590.75	D	
Common Stock	09/08/2003	09/08/2003	S		4,100	D	\$23.42	85,490.75	D	
Common Stock	09/08/2003	09/08/2003	S		900	D	\$23.41	84,590.75	D	
Common Stock	09/08/2003	09/08/2003	S		33,500	D	\$23.4	51,090.75	D	
Common Stock								7,356.15	I	By Qualified 401(k) Plan

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options to Purchase	\$12.82	09/08/2003	09/08/2003	M			30,021	01/02/1996	03/12/2007	Common Stock	30,021	\$0	0.00	D	
Options to Purchase	\$12.78	09/08/2003	09/08/2003	M			44,489	01/02/1998	03/31/2009	Common Stock	44,489	\$0	0.00	D	
Options to Purchase	\$19.66							01/02/1999	03/08/2006	Common Stock	33,638		33,638	D	
Options to Purchase	\$16.93							01/02/2000	03/31/2007	Common Stock	34,723		34,723	D	
Options to Purchase	\$19.31							01/02/2001	02/24/2008	Common Stock	41,595		41,595	D	
Options to Purchase	\$13.27							02/02/2002	03/22/2009	Common Stock	49,914		49,914	D	
Options to Purchase	\$13.84							01/02/2003	02/10/2010	Common Stock	45,936		45,936	D	
Options to Purchase	\$16.48							01/02/1998	04/21/2010	Common Stock	19,893		19,893	D	
Options to Purchase	\$20							01/02/2004	02/15/2011	Common Stock	162,000		162,000	D	
Options to Purchase	\$19.39							01/02/2006	02/20/2013	Common Stock	36,900		36,900	D	
Phantom Stock Units	\$0.00 <sup>(1)</sup>							08/08/1988 <sup>(2)</sup>	08/08/1988 <sup>(2)</sup>	Common Stock	0.00		50,596.27 <sup>(3)</sup>	D	

**Explanation of Responses:**

- N/A
- A participant's interest in the FMC Technologies, Inc. Non-Qualified Savings and Investment Plan (NQ Plan) is represented in Phantom Stock Units which are payable in cash following termination or retirement of the reporting person's employment with FMC Technologies, Inc. or death.
- A participant's interest in the NQ Plan is represented in units (referred to as Phantom Stock Units) which consist of phantom shares of FMC Technologies, Inc. Common Stock and uninvested cash balances held by the NQ Plan for administrative convenience.

**Remarks:**

By: James L. Marvin                      09/10/2003

\*\* Signature of Reporting Person      Date

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

\* 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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