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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15 (d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported)**

**February 24, 2006**

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**FMC TECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-16489**  
(Commission File Number)

**36-4412642**  
(I.R.S. Employer  
Identification No.)

**1803 Gears Road, Houston, TX 77067**  
(Address of principal executive offices) (Zip Code)

**(281) 591-4000**  
Registrant's telephone number,  
including area code

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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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - 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))
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**SECTION 7 – Regulation FD****ITEM 7.01 REGULATION FD DISCLOSURE.**

FMC Technologies, Inc. has posted a new investor presentation which has been updated to reflect results for 2005 to its website

Slides for the investor presentation are attached hereto as an exhibit to this report and are incorporated herein in their entirety by this reference. These slides may also be accessed at the Company's website ([www.fnctechnologies.com](http://www.fnctechnologies.com)). This information is being furnished under Item 7.01 of Form 8-K and is not deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, is not subject to the liabilities of that section and is not deemed incorporated by reference in any filing under the Securities Act of 1933, as amended. The posting and furnishing of this information is not intended to, and does not, constitute a determination by FMC Technologies, Inc. that the information is material or that investors should consider this information before deciding to buy or sell FMC Technologies, Inc. securities.

**SECTION 9 – Financial Statements and Exhibits****ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

(c) Exhibits:

99.1 Slides for the FMC Technologies, Inc. February 2006 investor presentation

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**SIGNATURE**

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 thereunto duly authorized.

**FMC TECHNOLOGIES, INC.**

By: /s/ William H. Schumann, III  
William H. Schumann, III  
Senior Vice President and Chief Financial Officer

Date: February 24, 2006



**Boston & New York**

## ***February 2006***

*Presenter:*

Joseph H. Netherland

Chairman, President and CEO

Director of Investor Relations

Maryann T. Seaman

(312) 861-6414 Chicago

(281) 591-4080 Houston

[maryann.seaman@fmcti.com](mailto:maryann.seaman@fmcti.com)

These slides and the accompanying presentation contain “forward-looking” statements which represent management’s best judgment as of the date hereof, based on currently available information. Actual results may differ materially from those contained in such forward-looking statements.

The Company’s periodic reports filed under the Securities Exchange Act of 1934 include information concerning factors that may cause results to differ from those anticipated by these forward-looking statements. The Company undertakes no obligation to update or revise these forward-looking statements to reflect new events or uncertainties.

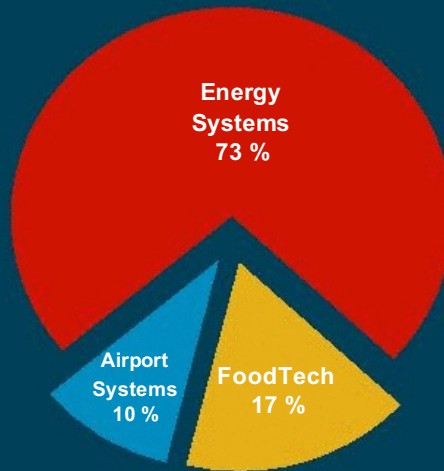
Although the Company reports its results using GAAP, the Company uses non-GAAP measures when management believes those measures provide useful information for its stockholders.

The Appendices to this presentation provide reconciliations to GAAP for any non-GAAP measures referenced in today’s presentation.

# FMC Technologies at a Glance

2005 Revenue: \$3.2 Billion

- Subsea Trees
- Surface Wellheads
- Manifolds
- Control Systems
- Floating Production Systems
- Separation Systems
- Fluid Control
- Loading Systems
- Measurement Solutions



- Loaders
- Deicers
- Boarding Bridges
- RampSnake

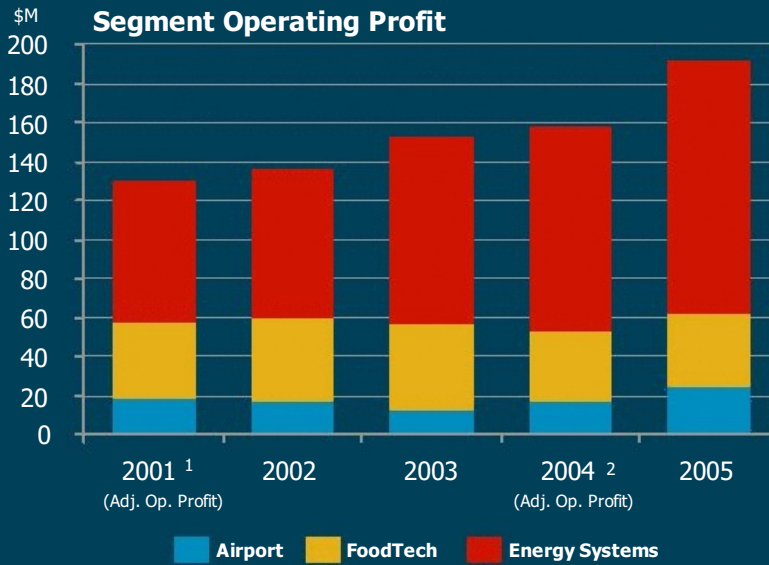


- Citrus Extractors
- Freezing Systems
- Food Processing Systems



# Strong Financial Results

## *Energy Systems Driving Growth*

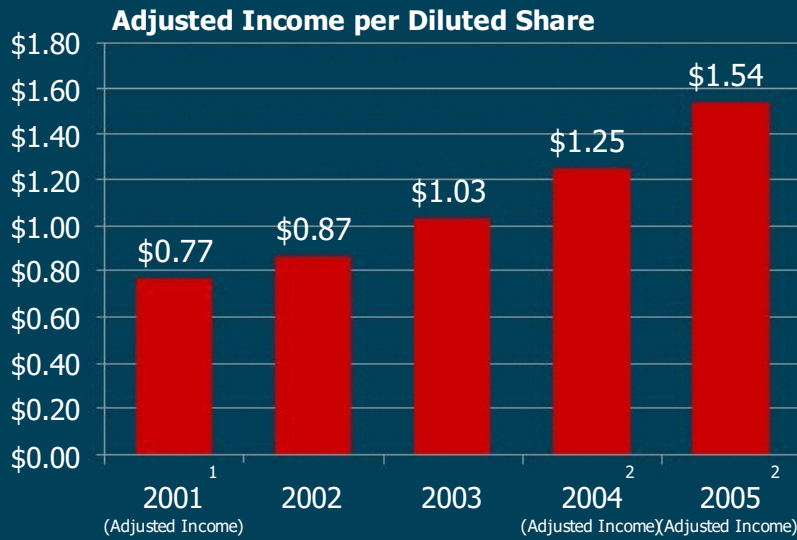


<sup>1</sup> See Appendix I for reconciliation of 2001 adjusted segment operating profit (non-GAAP measure) to U.S. GAAP.

<sup>2</sup> See Appendix III for reconciliation of 2004 adjusted segment operating profit (non-GAAP measure) to U.S. GAAP.

# Strong Financial Results

## *Income Continuing Upward Trend*



<sup>1</sup> See Appendix II for reconciliation of 2001 adjusted income per diluted share (non-GAAP measure) to U.S. GAAP.

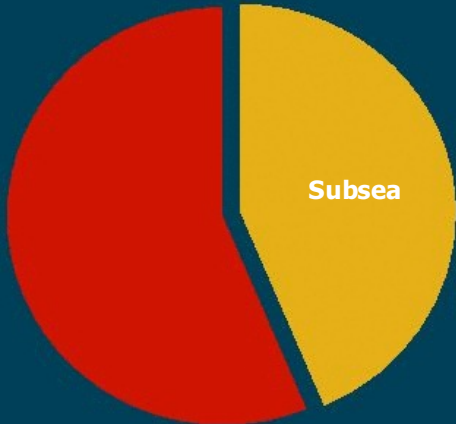
<sup>2</sup> See Appendix IV for reconciliation of 2004 and 2005 adjusted income per diluted share (non-GAAP measure) to U.S. GAAP.



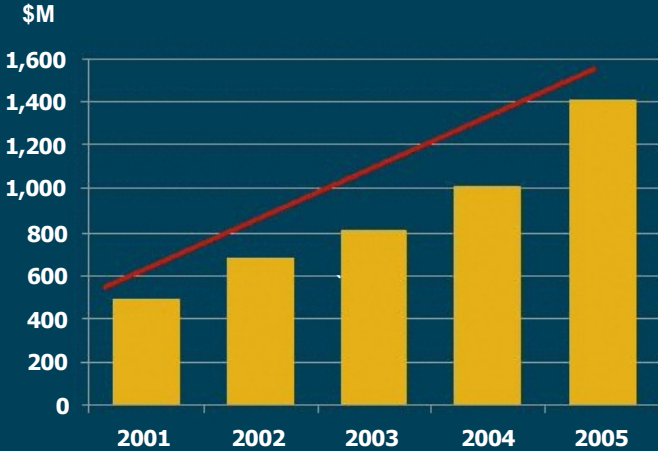
# Subsea Production Systems

*Our Largest And Fastest Growing Business*

2005 Revenues

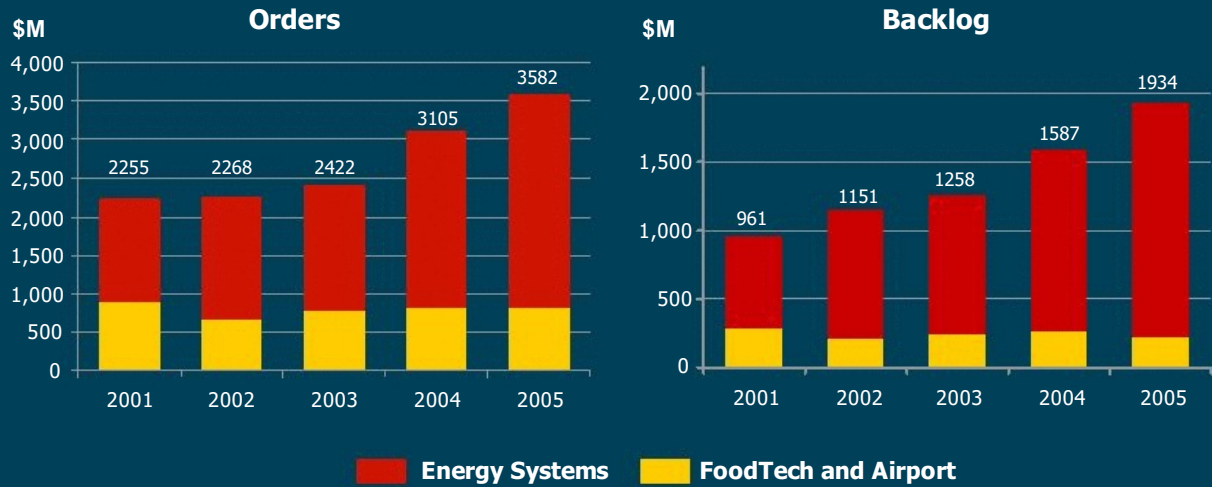


Subsea Revenue



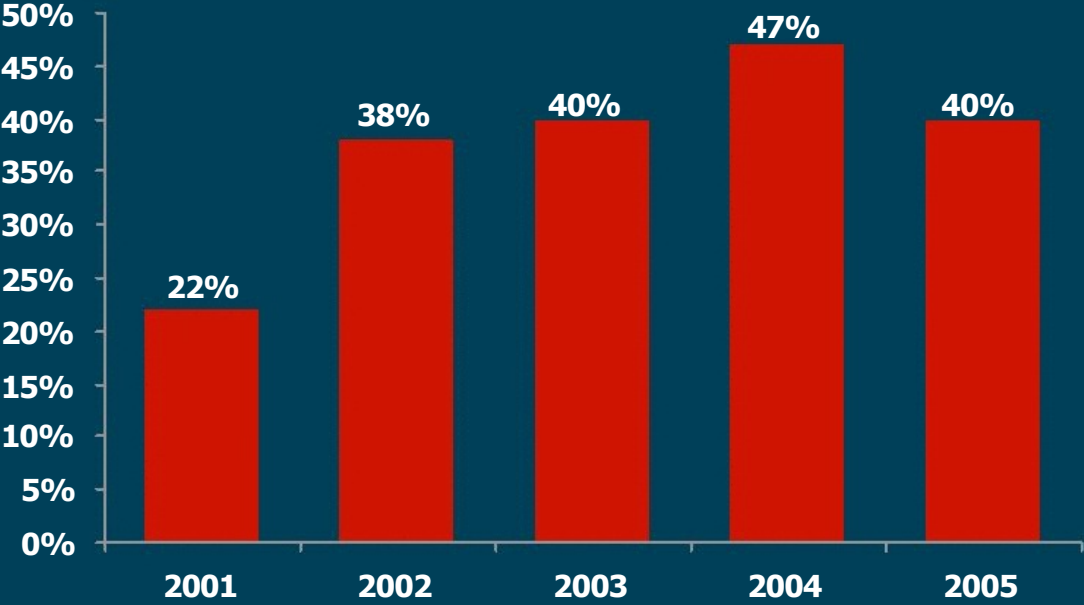
# Order Backlog

*Backlog continues to grow on the strength of subsea*



# Subsea Tree Orders

*Tree Market Share 2001 through 2005*

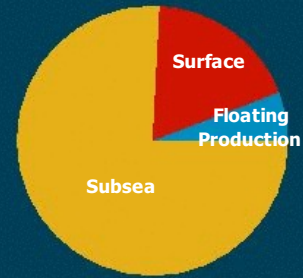


Source: Quest Offshore Resources, Inc. December 2005 Update

# Leading Industry Positions

## Energy Production Systems

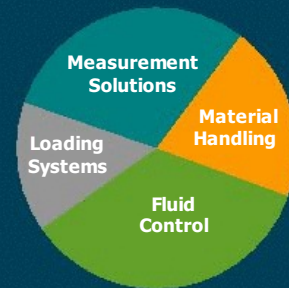
		<u>Industry Position</u>
Subsea	Kongsberg	1
Surface Products		2
Floating Production Systems	SOFEC	2



2005 Revenues  
\$1.9B

## Energy Processing Systems

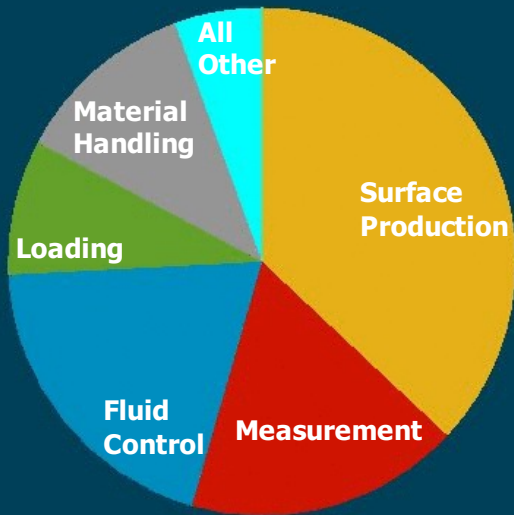
		<u>Industry Position</u>
Fluid Control	WECO®/Chiksan®	1
Loading Systems	Chiksan® Marine Arms	1
Measurement Solutions	Smith Meter	2



2005 Revenues  
\$0.5B

# Other Energy Systems Businesses on the Rise

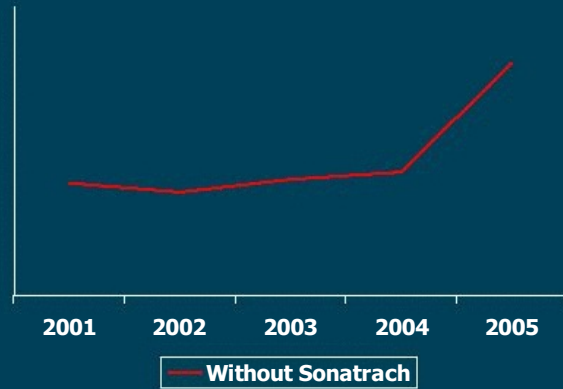
2005 Revenue



\$912M

Excludes Sonatrach Project Revenue of \$48M

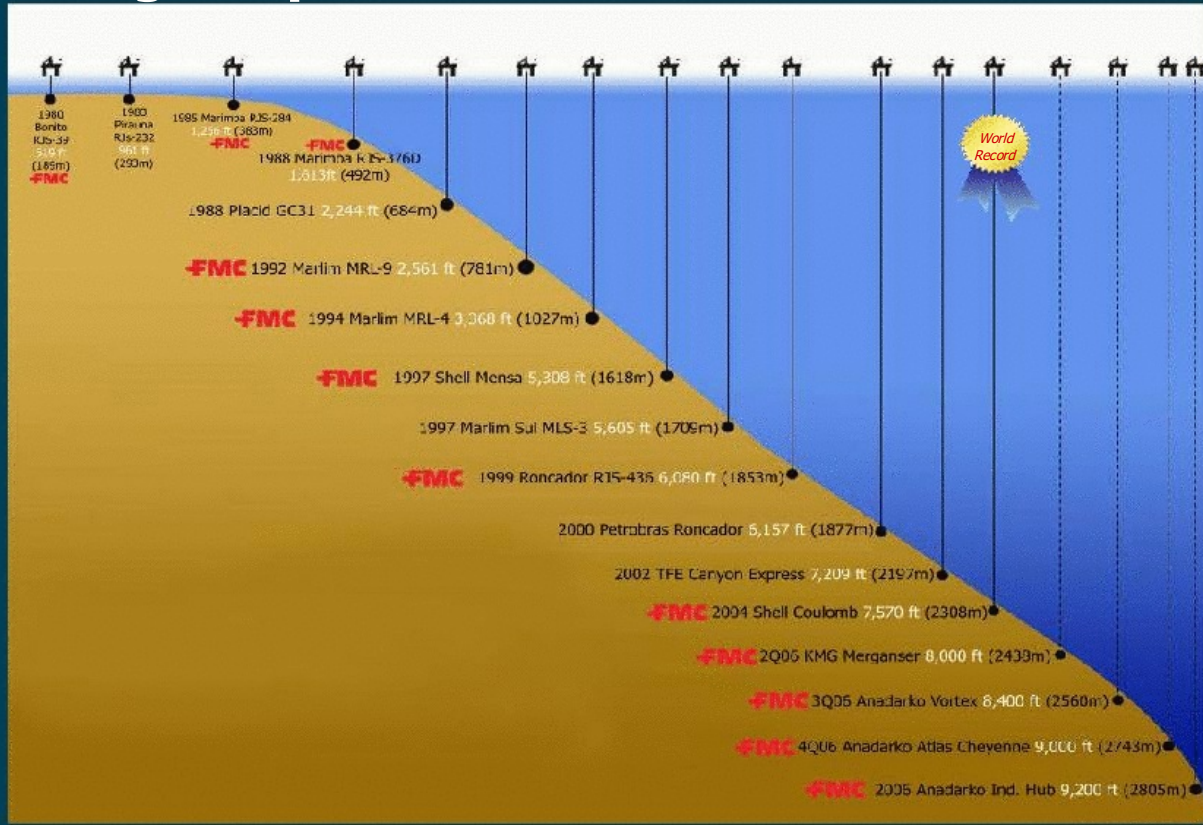
Other Energy Businesses Operating Profit



# Leading Deepwater/Subsea Position

- Broadest subsea systems capabilities
  - 20 years systems experience
- Leader in deepwater technology
  - High reliability, quality and proven technology
- Well positioned with the major subsea E&P companies
  - Alliance agreements create working partnerships and standardization
- Well positioned in major producing basins
  - Local manufacturing near customer's project management teams
- Growing market

# Strong Deepwater Track Record



## **OTC Technology Award Winning Projects**

*FTI supplied the equipment on 8 out of 9*

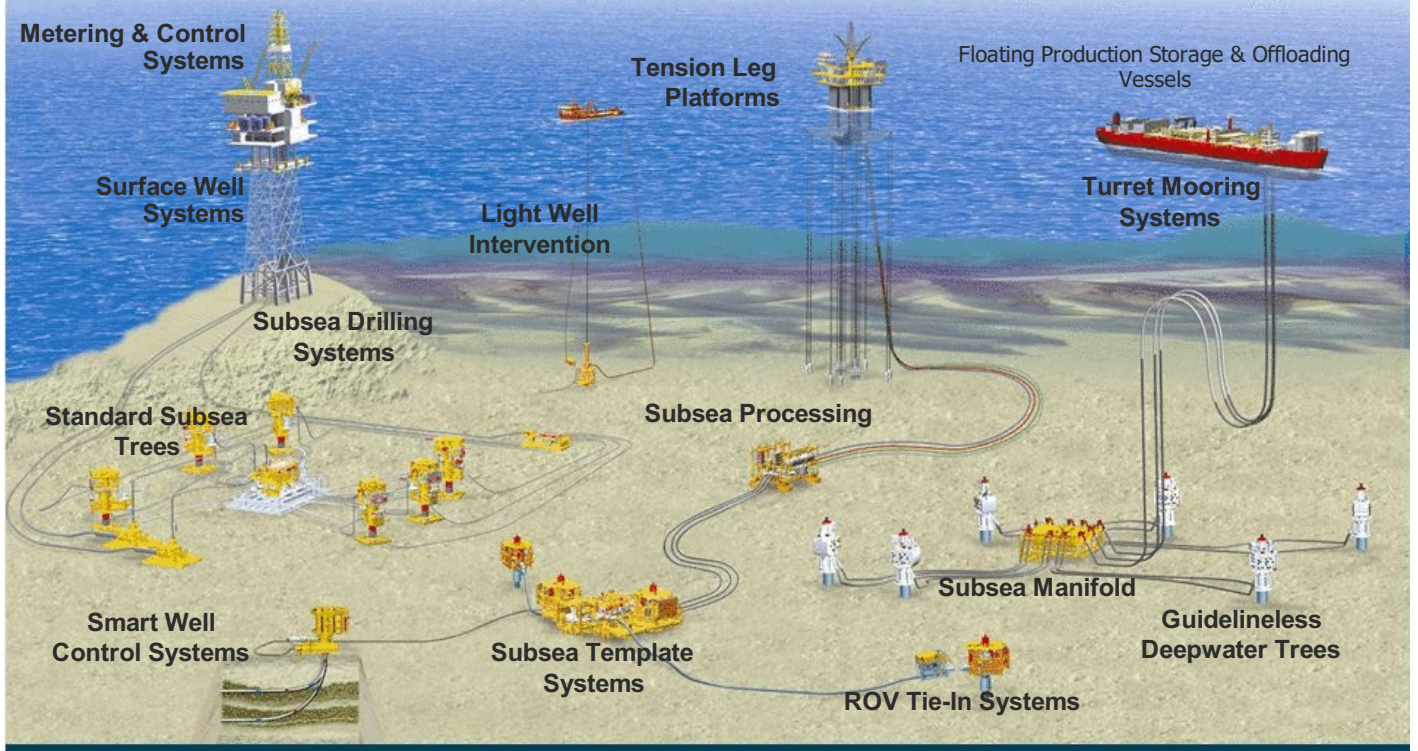
- ✓ **1997 Amoco – Liuhua Project**
- ✓ **1998 Shell – Mensa Project**
- ✓ **1999 BP – Foinhaven Project**
- ✓ **2000 Kerr-McGee – Neptune Spar Project**
- ✓ **2001 Petrobras – Roncador**
- ✓ **2002 ExxonMobil – Hoover / Diana Project**
- ✓ **2003 Total – Girassol Project**
- ✓ **2004 Shell and BP – Na Kika Project**
- ✓ **2005 Kerr-McGee – Redhawk**



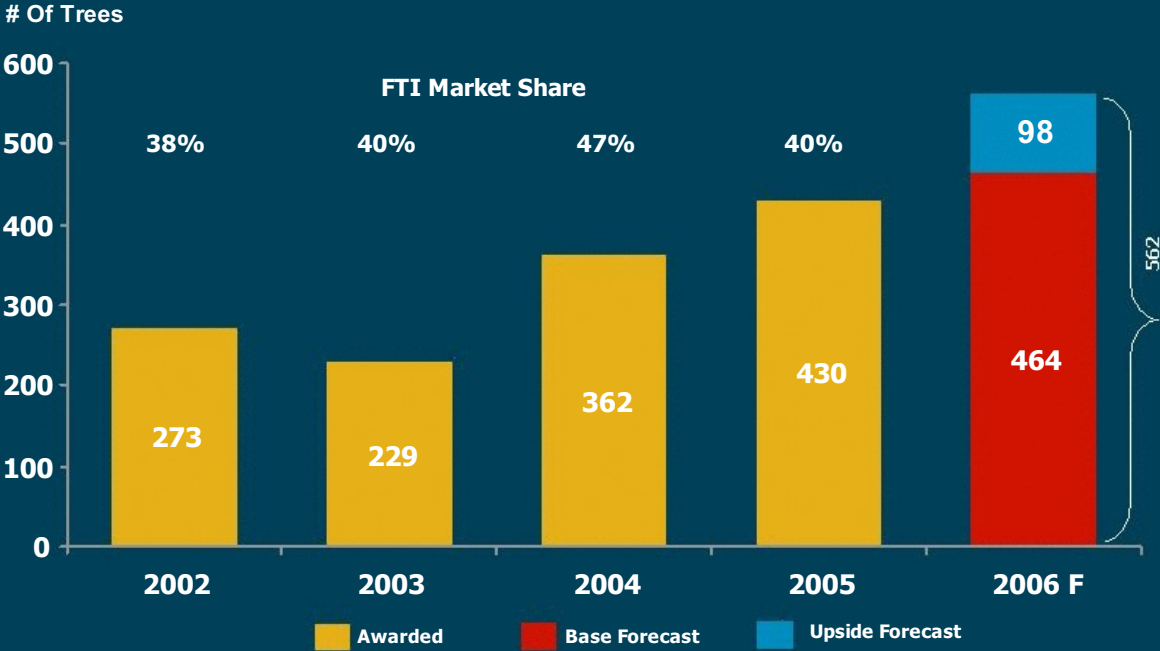
# Tordis Subsea Separation Project Award

- Statoil awarded contract to FTI for the delivery of a subsea separation and boosting system for their TORDIS field in the North Sea worth approximately \$100M
- First adoption of a full-scale subsea separation facility
- Subsea separation technology is expected to increase Statoil's oil recovery by approximately 19 million extra barrels on their TORDIS field
  - Removes water from well stream subsea and re-injects water by a separate subsea well
  - Eliminating this water allows more hydrocarbons to be recovered from the TORDIS field and processed on the Gullfaks platform

# Offshore Capabilities



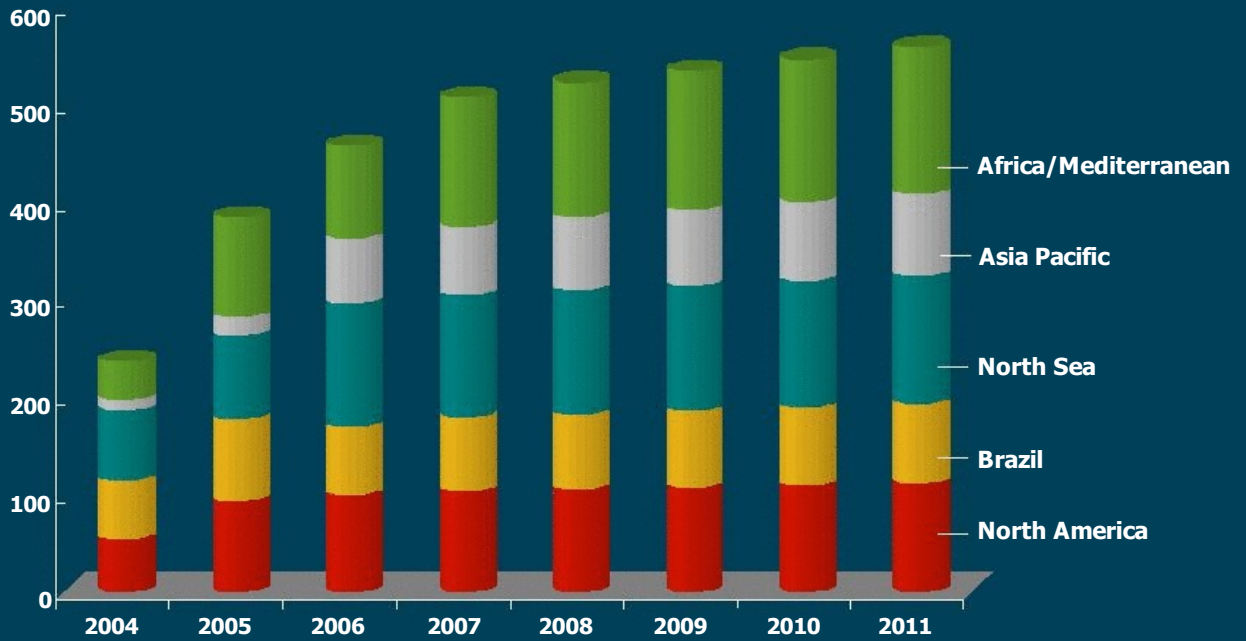
# Global Subsea Tree Awards



Source: Quest Offshore Resources, Inc. November 2005 Forecast

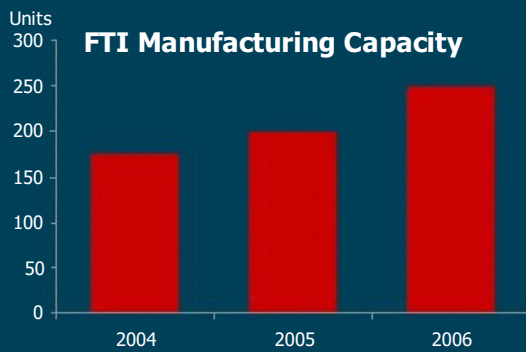
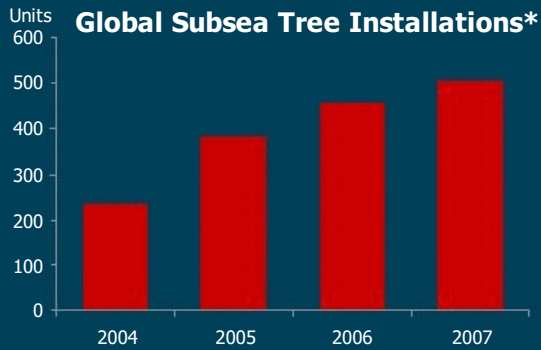
# Market Forecast – Tree Installations

# of Trees

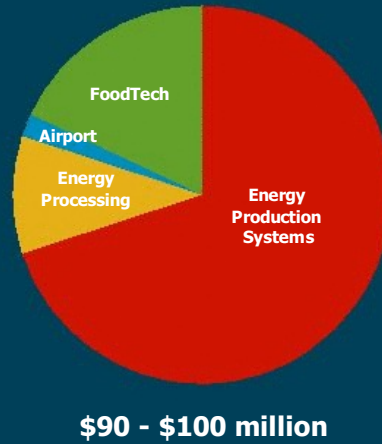


Source: Quest Offshore Resources November 2005

# FTI Plans Capacity Increase to Meet Tree Demand



**Capital Spending Projections for 2006**



\*Source: Quest Offshore Resources Inc. November 2005

# Income Compound Annual Growth Has Been Approximately 19% Per Year

(unaudited)



<sup>1</sup> See Appendix II for reconciliation of 2001 quarterly income per diluted share (non-GAAP measure) to U.S. GAAP.

<sup>2</sup> See Appendix IV for reconciliation of 2004 and 2005 quarterly adjusted income per diluted share (non-GAAP measure) to U.S. GAAP.

<sup>3</sup> Amounts represent income per diluted share before the cumulative effect of an accounting change.

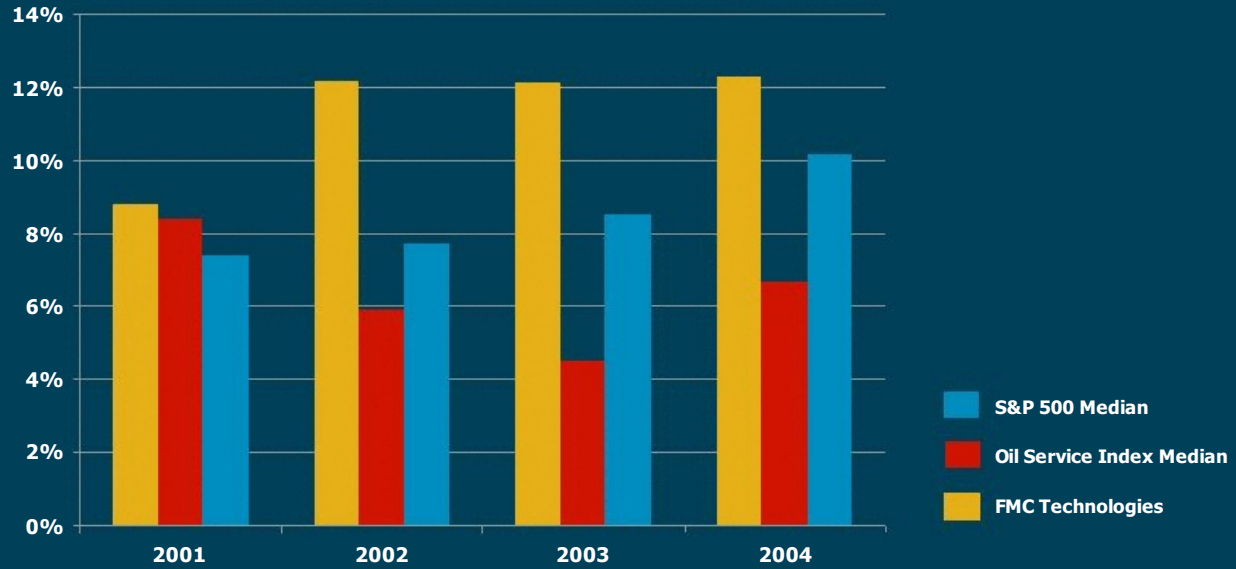
EPS is computed independently for each of the periods presented; accordingly, the sum of the quarterly EPS amounts may not agree to the total year.

# Strong Cash Flow Has Reduced Net Debt



At January 1, 2001, debt, net of cash is presented on a pro forma basis as defined in the Separation and Distribution Agreement with FMC Corporation.

# Return On Investment



Return on Investment (ROI) is calculated as income before the cumulative effect of changes in accounting principles plus after-tax interest expense as a percentage of total average debt and equity. The calculations of 2001 and 2004 ROI use adjusted income which is a non-GAAP measure. See Appendices I and III.



# In Summary

## A “New” Oilfield Services Company with

- Strong and Growing Subsea Franchise
- Growing Energy Processing Business
- Platform for Added Products and Services
  - Separation Technology
  - Subsea Processing
  - Light Well Intervention
  - Multiphase Metering
- Strong Cash Flow
- High Return on Capital

# Appendices

# Large Project Awards Anticipated in the Market Over the Next 18 Months

Operator	Development	Subsea Trees	Operator	Development	Subsea Trees
<i><b>Gulf of Mexico/N. America</b></i>			<i><b>West Africa/Med</b></i>		
BHBP	Shenzi	25-30	Eni (Agip)	Bouri Phase 2	15-20
Husky	Whiterose Phase II	10-15	Exxon Mobil	BOSI Full Field	15-20
Shell	Hammerhead	10-15	Chevron	Nsiko	20-25
Shell	G White / Grand Slam	10-15	Chevron	Tombua Landana	10-15
BP	Southwest Ridge	15-20	Shell	Bonga - S.West	30-35
<i><b>North Sea</b></i>			Shell	Gumusut	30+
Statoil	Tyrihans	10-15	BP	Block 18 & 31	60-100
Statoil	Gjøa	10-15	Total	Usan	40-45
BP	Skarv	10-15	<i><b>Brazil</b></i>		
Paladin	Aimee/Yme	15-20	Chevron	Frade	15-20
<i><b>Asia Pacific</b></i>			Petrobas	Mexihao	10-15
Chevron	Gorgon/Jansz Phase I	10-15	Shell	BC-10	10-15

# Appendix I

## *Reconciliation of Non-GAAP measures (as required by Regulation G)* *(In millions)*

	FY 2001
Segment operating profit (GAAP basis)	\$ 113.2
Add back: Restructuring and asset impairment charges	16.4
Adjusted segment operating profit (non-GAAP measure)	<u>\$ 129.6</u>

	FY 2001
Income before the cumulative effect of a change in accounting principle (GAAP measure)	\$ 35.9
Add back: Restructuring and asset impairment charges, net of income taxes	10.4
Add back: Income tax charges related to the separation from FMC Corporation	8.9
Less: Pro forma interest expense, net of income taxes	(4.7)
Adjusted income before the cumulative effect of a change in accounting principle (non-GAAP measure)	<u>\$ 50.5</u>

# Appendix II

## Reconciliation of Non-GAAP measures (as required by Regulation G)

	Q1 2001*	Q2 2001*	Q3 2001	Q4 2001	FY 2001
Income per diluted share before cumulative effect of a change in accounting principle (GAAP basis)	\$ (0.06)	\$ 0.15	\$ 0.15	\$ 0.30	\$ 0.54
Less: Pro forma incremental interest expense	(0.04)	(0.03)	-	-	(0.07)
Add back:					
Restructuring and asset impairment charges	0.10	-	0.06	-	0.16
Income taxes related to separation from FMC	0.05	0.06	0.02	-	0.14
Other	0.01	0.01	-	-	-
Adjusted income per diluted share (non-GAAP Measure)	<u>\$ 0.06</u>	<u>\$ 0.19</u>	<u>\$ 0.23</u>	<u>\$ 0.30</u>	<u>\$ 0.77</u>

\*Results relating to periods prior to June 1, 2001 were carved out from the consolidated financial statements of FMC Corporation.

# Appendix III

## Reconciliation of Non-GAAP measures (as required by Regulation G) (In millions)

	FY 2004
Segment operating profit - Energy Systems (GAAP basis)	\$ 98.5
Add back: Goodwill impairment	6.5
Adjusted segment operating profit - Energy Systems (non-GAAP measure)	<u>\$ 105.0</u>

	FY 2004
Net Income (GAAP measure)	\$ 116.7
Less: Gain on conversion of investment in MODEC International LLC	(36.1)
Add back: Goodwill impairment	6.1
Adjusted Income (non GAAP measure)	<u>\$ 86.7</u>

# Appendix IV

## Reconciliation of Non-GAAP measures (as required by Regulation G)

<u>2004</u>	<u>Q1 2004</u>	<u>Q2 2004</u>	<u>Q3 2004</u>	<u>Q4 2004</u>	<u>FY 2004</u>
Income per diluted share (GAAP basis)	\$ 0.20	\$ 0.35	\$ 0.32	\$ 0.81	\$ 1.68
Less: Gain on conversion of investment in MODEC International LLC	-	-	-	(0.52)	(0.52)
Plus: Goodwill impairment	-	-	-	0.09	0.09
Adjusted income per diluted share (non-GAAP measure)	<u>\$ 0.20</u>	<u>\$ 0.35</u>	<u>\$ 0.32</u>	<u>\$ 0.39</u>	<u>\$ 1.25</u>

<u>2005</u>	<u>Q1 2005</u>	<u>Q2 2005</u>	<u>Q3 2005</u>	<u>Q4 2005</u>	<u>FY 2005</u>
Income per diluted share (GAAP basis)	\$ 0.00	\$ 0.42	\$ 0.65	\$ 0.44	\$ 1.50
Less: Gain on disposal of investments	-	-	(0.22)	(0.10)	(0.32)
Plus: Tax expense – American Jobs Creation Act	-	-	-	0.36	0.36
Adjusted income per diluted share (non-GAAP measure)	<u>\$ 0.00</u>	<u>\$ 0.42</u>	<u>\$ 0.43</u>	<u>\$ 0.69</u>	<u>\$ 1.54</u>

# Appendix V

*Reconciliation of Non-GAAP measures (as required by Regulation G)*  
*(In millions)*

	<u>FY 2005</u>
Net Income, net of income taxes (GAAP measure)	\$ 106.1
Less: Gain on disposal of investments, net of income taxes	(22.8)
Plus: Tax expense – American Jobs Creation Act	<u>25.5</u>
Adjusted Income (non-GAAP measure)	<u><u>\$ 108.8</u></u>