Ordinary shares, $1.00 par value per share

446,440,061

Class

Outstanding at October 24, 2022

Indicate the number of shares outstanding of each of the issuer’s classes of common stock, as of the latest practicable date.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised

Emerging growth company

☐

Non-accelerated filer

☐

Smaller reporting company

☐

Large accelerated filer

☒

Accelerated filer

☐

Exchange Act.

growth company. See the definitions of “large accelerated filer,” “accelerated filer,” “smaller reporting company,” and “emerging growth company” in Rule 12b-2 of the

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging

T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-

90 days. Yes ☒ No ☐

preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the

Ordinary shares, $1.00 par value per share

FTI

New York Stock Exchange

Title of each class

Trading Symbol

Name of each exchange on which registered

Securities registered pursuant to Section 12(b) of the Act:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Registrant’s telephone number, including area code)

+44 191-295-0303

(Address of principal executive offices)

(Zip Code)

United Kingdom

NE6 3PL

Newcastle Upon Tyne

Wincomblee Road

Hadrian House,

(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification No.)

United Kingdom

98-1283037

(Exact name of registrant as specified in its charter)

TechnipFMC plc

Commission File Number: 001-37983

For the transition period from \_\_\_\_\_ to \_\_\_\_\_ .

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

or

For the quarterly period ended September 30, 2022

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FORM 10-Q

Washington, D.C. 20549

SECURITIES AND EXCHANGE COMMISSION

UNITED STATES

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Item 1. Financial Statements (Unaudited)

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PART I — Financial Information

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or otherwise, except to the extent required by law.

or revise any of our forward-looking statements after the date they are made, whether as a result of new information, future events

reliance on any forward-looking statements, which speak only as of the date hereof. We undertake no obligation to publicly update

exchange rates; and risk in connection with our defined benefit pension plan commitments. We caution you not to place undue

potential departure of our key managers and employees; adverse seasonal and weather conditions and unfavorable currency

including intellectual property litigation; tax laws, treaties and regulations and any unfavorable findings by relevant tax authorities;

on dividend payouts or share repurchases as an English public limited company; uninsured claims and litigation against us,

controls, currency exchange, bribery and corruption, taxation, privacy, data protection and data security; the additional restrictions

including those related to environmental protection, climate change, health and safety, labor and employment, import/export

liabilities inherent in the industries in which we operate or have operated; our failure to comply with numerous laws and regulations,

venture partners, including as a result of cyber-attacks; risks of pirates endangering our maritime employees and assets; potential

suppliers and our joint venture partners; a failure or breach of our IT infrastructure or that of our subcontractors, suppliers or joint

construction projects for vessels and manufacturing facilities; our failure to deliver our backlog; our reliance on subcontractors,

investments in new energy industries; the risks caused by fixed-price contracts; any delays and cost overruns of new capital asset

acquisition and divestiture activities; our inability to address increasing attention to ESG matters; uncertainties related to our

and the restrictions on our operations by terms of the agreements governing our existing indebtedness; the risks caused by our

conduct business; the United Kingdom’s withdrawal from the European Union; the impact of our existing and future indebtedness

depository agency for our shares; disruptions in the political, regulatory, economic and social conditions of the countries in which we

contracts, customers or alliances and unfavorable credit and commercial terms of certain contracts; the refusal of DTC to act as

new technologies and services, including new technologies and services for our new energy ventures; the cumulative loss of major

our products and services and global shipping and logistics challenges caused by it; our inability to develop, implement and protect

competitive factors in our industry, including ongoing industry consolidation; the COVID-19 pandemic, its impact on the demand for

unpredictable trends in the demand for and price of crude oil and natural gas; competition and unanticipated changes relating to

ended December 31, 2021 and Part II, Item 1A, “Risk Factors” and elsewhere of this Quarterly Report on Form 10-Q, including

looking statements include those set forth in Part I, Item 1A, “Risk Factors” of our Annual Report on Form 10-K for the fiscal year

projections. Known material factors that could cause actual results to differ materially from those contemplated in the forward-

assumptions that could cause actual results to differ materially from our historical experience and our present expectations or

All of our forward-looking statements involve risks and uncertainties (some of which are significant or beyond our control) and

when made, there can be no assurance that future developments affecting us will be those that we anticipate.

conditions and their potential effect on us. While management believes these forward-looking statements are reasonable as and

statements are based on our current expectations, beliefs and assumptions concerning future developments and business

The absence of these words, however, does not mean that the statements are not forward-looking. These forward-looking

“intend,” “foresee,” “should,” “would,” “could,” “may,” “estimate,” “outlook” and similar expressions, including the negative thereof.

operations or operating results. Forward-looking statements are often identified by the words “believe,” “expect,” “anticipate,” “plan,”

growth and recovery, growth of our new energies business and anticipated revenues, earnings, cash flows or other aspects of our

Exchange Act of 1934, as amended (the “Exchange Act”). Forward-looking statements usually relate to future events, market

as defined in Section 27A of the United States Securities Act of 1933, as amended, and Section 21E of the United States Securities

This Quarterly Report on Form 10-Q of TechnipFMC plc (the “Company,” “we,” “us,” or “our”) contains “forward-looking statements”

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

4

The accompanying notes are an integral part of the condensed consolidated financial statements.

Diluted

458.1

450.7

451.1

454.7

Basic

450.1

450.7

451.1

450.4

Weighted average shares outstanding (Note 6)

Diluted

$

(0.02)

$

(0.07)

$

(0.16)

$

0.37

Basic

$

(0.02)

$

(0.07)

$

(0.16)

$

0.38

Total earnings (loss) per share attributable to TechnipFMC plc

Basic and diluted

$

(0.03)

$

0.02

$

(0.08)

$

(0.10)

TechnipFMC plc

Earnings (loss) per share from discontinued operations attributable to

Diluted

$

0.01

$

(0.09)

$

(0.08)

$

0.47

Basic

$

0.01

$

(0.09)

$

(0.08)

$

0.48

TechnipFMC plc

Earnings (loss) per share from continuing operations attributable to

Net income (loss) attributable to TechnipFMC plc

$

(10.3)

$

(32.2)

$

(69.9)

$

169.0

interests

—

—

—

(1.9)

Income from discontinued operations attributable to non-controlling

Income (loss) from discontinued operations

(15.3)

8.4

(34.7)

(44.1)

plc

5.0

(40.6)

(35.2)

215.0

Income (loss) from continuing operations attributable to TechnipFMC

interests

(5.7)

(1.6)

(19.4)

(5.5)

Net (income) from continuing operations attributable to non-controlling

Income (loss) from continuing operations

10.7

(39.0)

(15.8)

220.5

Provision for income taxes (Note 17)

42.7

12.3

91.0

71.7

Income (loss) before income taxes

53.4

(26.7)

75.2

292.2

Loss on early extinguishment of debt

—

(16.0)

(29.8)

(39.5)

Interest expense

(35.1)

(41.4)

(104.7)

(117.9)

Interest income

4.2

2.1

12.2

8.9

Income before net interest expense and income taxes

84.3

28.6

197.5

440.7

Income (loss) from investment in Technip Energies (Note 10)

—

28.5

(27.7)

351.8

Income (loss) from equity affiliates (Note 10)

13.8

(30.0)

23.5

(9.5)

Other income (expense), net

(10.3)

(5.9)

33.5

28.7

Total costs and expenses

1,652.2

1,543.4

4,837.8

4,810.5

Impairment, restructuring and other expenses (Note 15)

6.9

7.3

15.1

34.8

Research and development expense

19.0

18.7

45.1

54.4

Selling, general and administrative expense

151.9

153.4

454.6

473.6

Cost of lease revenue

36.8

31.2

120.0

94.2

Cost of product revenue

753.5

571.4

1,914.5

1,815.0

Cost of service revenue

684.1

761.4

2,288.5

2,338.5

Costs and expenses

Total revenue

1,733.0

1,579.4

5,006.0

4,880.2

Lease revenue

52.4

38.4

157.5

117.8

Product revenue

778.6

640.0

2,074.9

2,121.8

Service revenue

$

902.0

$

901.0

$

2,773.6

$

2,640.6

Revenue

(In millions, except per share data)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

CONDENSED CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

TECHNIPFMC PLC AND CONSOLIDATED SUBSIDIARIES

ITEM 1. FINANCIAL STATEMENTS

PART I — FINANCIAL INFORMATION

5

The accompanying notes are an integral part of the condensed consolidated financial statements.

$(5.5) million for the nine months ended September 30, 2022 and 2021, respectively.

(c)

Net of income tax expense of $(2.9) million and $(2.1) million for the three months ended September 30, 2022 and 2021, respectively, and $(6.0) million and

million for the nine months ended September 30, 2022 and 2021, respectively.

(b)

Net of income tax benefit of $8.1 million and $3.6 million for the three months ended September 30, 2022 and 2021, respectively, and $8.2 million and $6.6

(a)

Net of income tax benefit of nil for the three and nine months ended September 30, 2022 and 2021.

Comprehensive income (loss) attributable to TechnipFMC plc

$

(132.7) $

(95.5) $

(234.3) $

162.3

Comprehensive income attributable to non-controlling interest

(2.9)

(0.2)

(12.2)

(5.9)

Comprehensive income (loss)

(129.8)

(95.3)

(222.1)

168.2

Other comprehensive loss, net of tax

(125.2)

(64.7)

(171.6)

(8.2)

Net pension and other post-retirement benefits

(c)

1.5

8.0

6.2

19.1

in net income (loss)

2.9

4.7

8.9

14.3

Reclassification adjustment for amortization of net actuarial loss included

in net income (loss)

0.1

0.1

0.3

0.4

Reclassification adjustment for amortization of prior service cost included

Net gains (losses) arising during the period

(1.5)

3.2

(3.0)

4.4

Pension and other post-retirement benefits

Net losses on hedging instruments

(b)

(26.7)

(15.5)

(73.5)

(25.5)

(loss)

6.7

1.3

18.5

3.3

Reclassification adjustment for net (gains) losses included in net income

Net losses arising during the period

(33.4)

(16.8)

(92.0)

(28.8)

Net gains (losses) on hedging instruments

Foreign currency translation adjustments

(a)

(100.0)

(57.2)

(104.3)

(1.8)

controlling interests

(4.6)

(30.6)

(50.5)

176.4

Net income (loss) attributable to TechnipFMC plc, including non-

Income from discontinued operations attributable to non-controlling interests

—

—

—

(1.9)

interests

(5.7)

(1.6)

(19.4)

(5.5)

Net (income) from continuing operations attributable to non-controlling

Net income (loss) attributable to TechnipFMC plc

$

(10.3) $

(32.2) $

(69.9) $

169.0

(In millions)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (UNAUDITED)

TECHNIPFMC PLC AND CONSOLIDATED SUBSIDIARIES

6

The accompanying notes are an integral part of the condensed consolidated financial statements.

Total liabilities and equity

$

9,058.9

$

10,020.1

Total equity

3,174.3

3,418.4

Non-controlling interests

27.4

15.7

Total TechnipFMC plc stockholders’ equity

3,146.9

3,402.7

Accumulated other comprehensive loss

(1,469.4)

(1,305.0)

Accumulated deficit

(4,973.9)

(4,903.8)

Capital in excess of par value of ordinary shares

9,143.8

9,160.8

2022 and 2021, respectively

446.4

450.7

Ordinary shares, $1.00 par value; 618.3 shares authorized in 2022 and 2021; 446.4 shares and 450.7 shares issued and outstanding in

Stockholders’ equity (Note 13)

Commitments and contingent liabilities (Note 16)

Total liabilities

5,884.6

6,601.7

Other liabilities

145.3

148.3

Derivative financial instruments (Note 18)

45.9

15.5

Accrued pension and other post-retirement benefits, less current portion

91.2

113.4

Deferred income taxes

42.1

47.5

Financing lease liabilities, less current portion

1.1

51.1

Operating lease liabilities, less current portion

685.1

646.8

Long-term debt, less current portion (Note 12)

1,134.9

1,727.3

Total current liabilities

3,739.0

3,851.8

Other current liabilities (Note 9)

534.1

660.4

Income taxes payable

90.5

124.6

Derivative financial instruments (Note 18)

523.9

161.0

Accrued payroll

163.0

194.1

Contract liabilities

711.1

1,012.9

Accounts payable, trade

1,299.4

1,294.3

Finance lease liabilities

52.1

0.7

Operating lease liabilities

133.0

126.2

Short-term debt and current portion of long-term debt (Note 12)

$

231.9

$

277.6

Liabilities and equity

Total assets

$

9,058.9

$

10,020.1

Other assets

120.4

130.4

Derivative financial instruments (Note 18)

13.9

10.5

Deferred income taxes

72.0

74.3

Intangible assets, net of accumulated amortization of $642.7 in 2022 and $575.5 in 2021

734.2

813.7

Finance lease right-of-use assets

51.6

52.2

Operating lease right-of-use assets

734.3

707.9

Property, plant and equipment, net of accumulated depreciation of $2,270.1 in 2022 and $2,204.0 in 2021

2,258.2

2,597.2

Investments in equity affiliates (Note 10)

315.3

292.4

Total current assets

4,759.0

5,341.5

Investment in Technip Energies (Note 10)

—

317.3

Other current assets (Note 9)

505.9

512.3

Advances paid to suppliers

51.9

79.4

Income taxes receivable

79.3

85.0

Derivative financial instruments (Note 18)

306.1

110.3

Inventories, net (Note 8)

1,031.6

1,031.9

Contract assets, net of allowances of $1.2 in 2022 and $1.1 in 2021

1,023.9

966.0

Trade receivables, net of allowances of $35.9 in 2022 and $38.1 in 2021

1,048.8

911.9

Cash and cash equivalents

$

711.5

$

1,327.4

Assets

(In millions, except par value data)

2022

2021

September 30,

December 31,

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

TECHNIPFMC PLC AND CONSOLIDATED SUBSIDIARIES

7

The accompanying notes are an integral part of the condensed consolidated financial statements.

Cash and cash equivalents, end of period

$

711.5

$

1,034.0

Cash and cash equivalents, beginning of period

1,327.4

4,807.8

Change in cash and cash equivalents

(615.9)

(3,773.8)

Effect of changes in foreign exchange rates on cash and cash equivalents

11.9

(19.9)

Cash required by financing activities

(626.8)

(4,807.0)

Cash required by financing activities from discontinued operations

—

(3,617.7)

Cash required by financing activities from continuing operations

(626.8)

(1,189.3)

Other

(70.3)

(3.8)

Acquisition of non-controlling interest

—

(48.6)

Payments for debt issuance costs

—

(53.5)

Share repurchases

(50.1)

—

Repayments of long-term debt

(451.7)

(1,242.2)

Proceeds from issuance of long-term debt

—

1,164.4

Net increase in revolving credit facility

150.0

—

Net decrease in commercial paper

—

(974.3)

Net decrease in short-term debt

(204.7)

(31.3)

Cash required by financing activities

Cash provided by investing activities

213.3

755.3

Cash required by investing activities from discontinued operations

—

(4.5)

Cash provided by investing activities from continuing operations

213.3

759.8

Other

(6.8)

(1.7)

Proceeds from repayment of advances to joint venture

12.5

12.5

Proceeds from sale of investment in Technip Energies

288.5

784.5

Proceeds from sales of assets

13.4

95.7

Capital expenditures

(94.3)

(131.2)

Cash provided (required) by investing activities

Cash provided (required) by operating activities

(214.3)

297.8

Cash provided by operating activities from discontinued operations

—

66.3

Cash provided (required) by operating activities from continuing operations

(214.3)

231.5

Other non-current assets and liabilities, net

25.8

2.7

Other current assets and liabilities, net

(93.5)

57.4

Income taxes payable, net

(19.0)

178.9

Trade payables and contract liabilities

(108.0)

(26.8)

Inventories, net

(27.4)

165.9

Trade receivables, net and contract assets

(375.1)

(320.0)

Changes in operating assets and liabilities, net of effects of acquisitions

Other

2.9

(19.0)

Loss on early extinguishment of debt

29.8

39.5

(Income) loss from equity affiliates, net of dividends received

(23.1)

9.4

Unrealized (gain) loss on derivative instruments and foreign exchange

66.4

(19.3)

(Income) loss from investment in Technip Energies

27.7

(351.8)

Deferred income tax benefit

(21.1)

(39.0)

Employee benefit plan and share-based compensation costs

27.0

22.5

Impairments

4.7

20.9

Depreciation and amortization

284.4

289.7

Adjustments to reconcile income (loss) from continuing operations to cash provided (required) by operating activities

Net loss from discontinued operations

34.7

44.1

Net income (loss)

$

(50.5)

$

176.4

Cash provided (required) by operating activities

(In millions)

2022

2021

Nine Months Ended September 30,

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

TECHNIPFMC PLC AND CONSOLIDATED SUBSIDIARIES

8

The accompanying notes are an integral part of the condensed consolidated financial statements.

Balance as of September 30, 2022

$

446.4 $

9,143.8 $

(4,973.9) $

(1,469.4) $

27.4 $

3,174.3

Other

—

—

(0.2)

—

(0.5)

(0.7)

Shares repurchased and cancelled

(5.8)

(44.3)

—

—

—

(50.1)

Share-based compensation (Note 14)

—

28.9

—

—

—

28.9

Issuance of ordinary shares

1.5

(1.6)

—

—

—

(0.1)

Other comprehensive loss

—

—

—

(164.4)

(7.2)

(171.6)

Net income (loss)

—

—

(69.9)

—

19.4

(50.5)

Balance as of December 31, 2021

$

450.7 $

9,160.8 $

(4,903.8) $

(1,305.0) $

15.7 $

3,418.4

Balance as of September 30, 2021

$

450.6 $

9,152.4 $

(4,747.7) $

(1,358.2) $

22.3 $

3,519.4

Other

—

—

(1.5)

—

(8.8)

(10.3)

Accrued distributions to non-controlling interest

—

—

—

—

(15.0)

(15.0)

Spin-off of Technip Energies (Note 2)

—

(1,108.4)

—

271.0

(19.9)

(857.3)

Share-based compensation (Note 14)

—

18.4

—

—

—

18.4

Issuance of ordinary shares

1.1

—

—

—

—

1.1

Other comprehensive loss

—

—

—

(6.7)

(1.5)

(8.2)

Net income

—

—

169.0

—

7.4

176.4

Balance as of December 31, 2020

$

449.5 $

10,242.4 $

(4,915.2) $

(1,622.5) $

60.1 $

4,214.3

(In millions)

Shares

Ordinary Shares

Deficit

Income (Loss)

Interest

Equity

Ordinary

Value of

Accumulated

Comprehensive

controlling

Stockhold ers’

Excess of P ar

Accumulated Other

Non-

Total

Capital in

Balance as of September 30, 2022

$

446.4 $

9,143.8 $

(4,973.9) $

(1,469.4) $

27.4 $

3,174.3

Other

—

—

0.4

—

(0.5)

(0.1)

Shares repurchased and cancelled

(5.8)

(44.3)

—

—

—

(50.1)

Share-based compensation (Note 14)

—

9.9

—

—

—

9.9

Other comprehensive loss

—

—

—

(122.4)

(2.8)

(125.2)

Net income (loss)

—

—

(10.3)

—

5.7

(4.6)

Balance as of June 30, 2022

$

452.2 $

9,178.2 $

(4,964.0) $

(1,347.0) $

25.0 $

3,344.4

Balance as of September 30, 2021

$

450.6 $

9,152.4 $

(4,747.7) $

(1,358.2) $

22.3 $

3,519.4

Other

—

—

(1.5)

—

(5.8)

(7.3)

Accrued distributions to non-controlling interest

—

—

—

—

(15.0)

(15.0)

Share-based compensation (Note 14)

—

7.7

—

—

—

7.7

Other comprehensive loss

—

—

—

(63.3)

(1.4)

(64.7)

Net income (loss)

—

—

(32.2)

—

1.6

(30.6)

Balance as of June 30, 2021

$

450.6 $

9,144.7 $

(4,714.0) $

(1,294.9) $

42.9 $

3,629.3

(In millions)

Shares

Ordinary Shares

Deficit

Income (Loss)

Interest

Equity

Ordinary

Value of

Accumulated

Comprehensive

controlling

Stockholders’

Excess of Par

Accumulated Other

Non-

Total

Capital in

THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2022 and 2021

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS’ EQUITY (UNAUDITED)

TECHNIPFMC PLC AND CONSOLIDATED SUBSIDIARIES

9

continuing operations only.

consolidated statements of cash flows and notes to the condensed consolidated financial statements have been updated to reflect

flows for the three and nine months ended September 30, 2021. Our condensed consolidated statements of income and condensed

discontinued operations in our condensed consolidated statements of income and condensed consolidated statements of cash

Accordingly, historical results of Technip Energies prior to the Distribution on February 16, 2021 have been presented as

The Spin-off represented a strategic shift that had a major impact to our operations and consolidated financial statements.

Discontinued Operations

the Spin-off.

TechnipFMC and Technip Energies of assets, employees, taxes, liabilities and obligations attributable to periods prior to, at and after

agreement and certain agreements relating to intellectual property. These agreements provide for the allocation between

various other agreements, including, among others, a tax matters agreement, an employee matters agreement, a transition services

In connection with the Spin-off, TechnipFMC and Technip Energies entered into a separation and distribution agreement, as well as

Paris Stock Exchange.

Technip Energies N.V. is now an independent public company and its shares trade under the ticker symbol “TE” on the Euronext

every five ordinary shares of TechnipFMC held at 5:00 p.m., Eastern Standard Time, on the record date, February 17, 2021.

outstanding shares in Technip Energies N.V. Each of our shareholders received one ordinary share of Technip Energies N.V. for

a spin-off (the “Spin-off”), which occurred by way of a pro rata dividend (the “Distribution”) to our shareholders of 50.1% of the

On February 16, 2021, we completed our separation of the Technip Energies business segment. The transaction was structured as

The Spin-off

NOTE 2. DISCONTINUED OPERATIONS

December 31, 2022. Certain prior-year amounts have been reclassified to conform to the current year’s presentation.

and trends in these financial statements may not be representative of the results that may be expected for the year ending

for the periods presented. Revenue, expenses, assets and liabilities can vary during each quarter of the year. Therefore, the results

consisting of normal recurring adjustments necessary for a fair statement of our financial condition and operating results as of and

In the opinion of management, the accompanying unaudited condensed consolidated financial statements reflect all adjustments,

from our estimates.

financial statements and the reported amounts of revenue and expenses during the reporting period. Ultimate results could differ

principles requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the

Our accounting policies are in accordance with GAAP. The preparation of financial statements in conformity with these accounting

ended December 31, 2021.

together with our audited consolidated financial statements contained in our Annual Report on Form 10-K (“Form 10-K”) for the year

required by GAAP have been condensed or omitted. These unaudited condensed consolidated financial statements should be read

interim financial information. As permitted under those rules, certain footnotes or other financial information that are normally

accounting principles (“GAAP”) and the rules and regulations of the Securities and Exchange Commission (“SEC”) pertaining to

(“TechnipFMC,” the “Company,” “we,” “us,” or “our”) have been prepared in accordance with United States generally accepted

The accompanying unaudited condensed consolidated financial statements of TechnipFMC plc and its consolidated subsidiaries

NOTE 1. BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

TECHNIPFMC PLC AND CONSOLIDATED SUBSIDIARIES

10

Revenues are disaggregated by geographic location and contract types.

Disaggregation of Revenue

providing services to customers involved in exploration and production of crude oil and natural gas.

The majority of our revenue is from long-term contracts associated with designing and manufacturing products and systems and

NOTE 4. REVENUE

applicable or were not expected to have a material impact on our financial statements.

We consider the applicability and impact of all ASUs. We assessed ASUs not listed above and determined that they either were not

evaluating the impact of this ASU on our condensed consolidated financial statements.

The amendments in this update were issued as of March 12, 2020, effective through December 31, 2022. We are currently

2022, that an entity has elected certain optional expedients for and that are retained through the end of the hedging relationship.

relationships entered into or evaluated after December 31, 2022, except for hedging relationships existing as of December 31,

rate reform. The expedients and exceptions provided by the amendments do not apply to contract modifications made and hedging

reference the London interbank offered rate (“LIBOR”) or another reference rate expected to be discontinued because of reference

scope of Topic 848. The amendments in these updates apply only to contracts, hedging relationships, and other transactions that

(Topic 848).” In addition, in January 2021, FASB issued ASU No. 2021-01, “Reference Rate Reform (Topic 848)” which clarifies the

In March 2020, the FASB issued ASU No. 2020-04, “Facilitation of the Effects of Reference Rate Reform on Financial Reporting

Recently Issued Accounting Standards under GAAP

amendment as of January 1, 2022, which did not have a material impact on our condensed consolidated financial statements.

those fiscal years, with early adoption permitted no earlier than fiscal years beginning after December 15, 2020. We adopted this

equity. The amendments to this update are effective for fiscal years beginning after December 15, 2021, and interim periods within

financial instruments with characteristics of liabilities and equity, including convertible instruments and contracts in an entity’s own

Derivatives and Hedging – Contracts in Entity’s Own Equity (Subtopic 815 – 40).” This update simplifies the accounting for certain

In August 2020, the FASB issued ASU No. 2020-06, “Debt – Debt with Conversion and Other Options (Subtopic 470-20) and

Recently Adopted Accounting Standards under GAAP

NOTE 3. NEW ACCOUNTING STANDARDS

operations related to a change in estimate in our French tax group.

September 30, 2022, we recorded $(0.5) million and $18.9 million, respectively, in income tax (benefit) expense from discontinued

due to a change in estimate of liabilities recognized in connection with the Spin-off. Also, for the three and nine months ended

For both the three and nine months ended September 30, 2022, we recorded $15.8 million in expense from discontinued operations

Income (loss) from discontinued operations, net of income taxes

$

(15.3) $

8.4 $

(34.7) $

(44.1)

Income tax expense (benefit)

(0.5)

(8.4)

18.9

42.2

Loss from discontinued operations before income taxes

$

(15.8) $

— $

(15.8) $

(1.9)

Other expense, net

—

—

—

(18.6)

Costs and expenses

(15.8)

—

(15.8)

(889.3)

Revenue

$

— $

— $

— $

906.0

(In millions)

2022

2021

2022

2021

Three Months Ended September 30,

Nine Months Ended September 30,

The following table summarizes the components of income (loss) from discontinued operations, net of income taxes:

11

Total revenue

$

4,118.7

$

887.3

$

4,092.9

$

787.3

Middle East

73.2

183.6

26.5

214.3

North America

582.3

406.9

594.4

266.6

Asia Pacific

586.3

70.6

736.8

72.2

Africa

653.3

25.7

822.6

31.2

Latin America

1,069.0

78.9

809.7

57.8

Europe and Central Asia

$

1,154.6

$

121.6

$

1,102.9

$

145.2

(In millions)

Subsea

Technologies

Subsea

Technologies

Surface

Surface

September 30, 2022

September 30, 2021

Nine Months Ended

Total revenue

$

1,415.0

$

318.0

$

1,312.1

$

267.3

Middle East

24.0

65.6

—

69.6

Asia Pacific

162.7

26.4

244.9

20.9

North America

205.1

146.2

174.7

99.3

Africa

216.5

7.6

257.8

8.5

Europe and Central Asia

395.0

42.1

423.2

46.3

Latin America

$

411.7

$

30.1

$

211.5

$

22.7

(In millions)

Subsea

Technologies

Subsea

Technologies

Surface

Surface

September 30, 2022

September 30, 2021

Three Months Ended

Reportable Segments

September 30, 2022 and 2021:

The following tables present total revenue by geography for each reportable segment for the three and nine months ended

12

performance obligations for contracts, for which consideration was received in advance of the work performed during the period.

The decrease in our contract liabilities was primarily due to progress relative to performance obligations and completion of

milestones.

The increase in our contract assets from December 31, 2021 to September 30, 2022 was primarily due to the timing of project

Net contract assets (liabilities)

$

312.8

$

(46.9)

$

359.7

767.0

Contract liabilities

(711.1)

(1,012.9)

301.8

29.8

Contract assets

$

1,023.9

$

966.0

$

57.9

6.0

(In millions)

2022

2021

$ change

% change

September 30,

December 31,

The following table provides information about net contract assets (liabilities) as of September 30, 2022 and December 31, 2021:

contract liabilities.

Contract Liabilities - We sometimes receive advances or deposits from our customers, before revenue is recognized, resulting in

uncompleted contracts are generally classified as current.

the passage of time. Amounts may not exceed their net realizable value. Costs and estimated earnings in excess of billings on

recognized over time and revenue recognized exceeds the amount billed to the customer, and right to payment is not just subject to

Contract Assets - Contract assets include unbilled amounts typically resulting from sales under long-term contracts when revenue is

recorded in the period in which they become probable.

uncompleted contracts (contract liabilities) on the condensed consolidated balance sheets. Any expected contract losses are

excess of billings on uncompleted contracts (contract assets), and billings in excess of costs and estimated earnings on

The timing of revenue recognition, billings and cash collections results in billed accounts receivable, costs and estimated earnings in

Contract Balances

Total revenue

$

4,118.7

$

887.3

$

4,092.9

$

787.3

Lease

44.3

113.2

36.2

81.6

Products

1,463.4

611.5

1,526.5

595.3

Services

$

2,611.0

$

162.6

$

2,530.2

$

110.4

(In millions)

Subsea

Technologies

Subsea

Technologies

Surface

Surface

September 30, 2022

September 30, 2021

Nine Months Ended

Total revenue

$

1,415.0

$

318.0

$

1,312.1

$

267.3

Lease

14.0

38.4

8.8

29.6

Products

556.0

222.6

441.6

198.4

Services

$

845.0

$

57.0

$

861.7

$

39.3

(In millions)

Subsea

Technologies

Subsea

Technologies

Surface

Surface

September 30, 2022

September 30, 2021

Three Months Ended

Reportable Segments

September 30, 2022 and 2021:

The following tables present total revenue by contract type for each reportable segment for the three and nine months ended

13

interest income (expense) associated with corporate debt facilities and income taxes.

operating profit: corporate staff expense, foreign exchange gains (losses), income (loss) from investment in Technip Energies, net

investments is included in computing segment operating profit. The following items have been excluded in computing segment

Segment operating profit is defined as total segment revenue less segment operating expenses. Income (loss) from equity method

testing services.

technologically advanced high-pressure valves and fittings for oilfield service companies; and also provides flowback and well

involved in land and shallow water exploration and production of crude oil and natural gas; designs, manufactures and supplies

• Surface Technologies - designs and manufactures products and systems and provides services used by oil and gas companies

provides services used by oil and gas companies involved in offshore exploration and production of crude oil and natural gas.

• Subsea - designs and manufactures products and systems, performs engineering, procurement and project management, and

be allocated to the segment. We operate under two reporting segments, Subsea and Surface Technologies:

Officer, as our chief operating decision maker, reviews and evaluates operating performance to make decisions about resources to

the differences in the products and services we provide, which corresponds to the manner in which our Chair and Chief Executive

Management’s determination of our reporting segments was made on the basis of our strategic priorities within each segment and

NOTE 5. BUSINESS SEGMENTS

Total order backlog

$

1,252.3

$

4,033.4

$

3,555.3

Surface Technologies

256.2

286.1

695.5

Subsea

$

996.1

$

3,747.3

$

2,859.8

(In millions)

2022

2023

Thereafter

The following table details the order backlog for each business segment as of September 30, 2022:

revenue on approximately 14.2% of the order backlog through 2022 and 85.8% thereafter.

aggregate amount of the transaction price allocated to order backlog was $8,841.0 million. TechnipFMC expects to recognize

order backlog related to unfilled, confirmed customer orders is estimated at each reporting date. As of September 30, 2022, the

for which we recognize revenue at the amount to which we have the right to invoice for services performed. The transaction price of

base transaction price, variable consideration and changes in transaction price. The order backlog table does not include contracts

services for which we have a material right but work has not been performed. Transaction price of the order backlog includes the

Remaining unsatisfied performance obligations (“RUPO” or “order backlog”) represents the transaction price for products and

Transaction Price Allocated to the Remaining Unsatisfied Performance Obligations

impacted revenue.

for the nine months ended September 30, 2022 and 2021, respectively, from changes in the estimate of the stage of completion that

million and $4.3 million for the three months ended September 30, 2022 and 2021, respectively, and $119.2 million and $6.9 million,

In addition, net revenue recognized from our performance obligations satisfied in prior periods had favorable impacts of $97.2

respectively, and $471.7 million and $250.5 million for the nine months ended September 30, 2022 and 2021, respectively.

that was included in the contract liabilities balance as of December 31, 2021 and 2020 was $256.0 million and $53.4 million,

recognize increases the contract asset balance. Revenue recognized for the three months ended September 30, 2022 and 2021

liability balance outstanding at the beginning of the period until the revenue exceeds that balance. Any subsequent revenue we

In order to determine revenue recognized in the period from contract liabilities, we first allocate revenue to the individual contract

14

(b)

Includes amounts attributable to non-controlling interests.

(a)

Corporate expense primarily includes corporate staff expenses, share-based compensation expenses, and other employee benefits.

Income (loss) before income taxes

(b)

$

53.4

$

(26.7)

$

75.2

$

292.2

Total corporate items

(70.6)

(62.3)

(213.6)

126.1

Foreign exchange gains (losses)

(14.5)

(6.2)

13.1

11.2

Income (loss) from investment in Technip Energies

—

28.5

(27.7)

351.8

Loss on early extinguishment of debt

—

(16.0)

(29.8)

(39.5)

Net interest expense

(30.9)

(39.3)

(92.5)

(109.0)

Corporate expense

(a)

(25.2)

(29.3)

(76.7)

(88.4)

Corporate items

Total segment operating profit

$

124.0

$

35.6

$

288.8

$

166.1

Surface Technologies

19.0

12.1

32.7

33.2

Subsea

$

105.0

$

23.5

$

256.1

$

132.9

Segment operating profit

Total segment revenue

$

1,733.0

$

1,579.4

$

5,006.0

$

4,880.2

Surface Technologies

318.0

267.3

887.3

787.3

Subsea

$

1,415.0

$

1,312.1

$

4,118.7

$

4,092.9

Segment revenue

(In millions)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

Segment revenue and segment operating profit were as follows:

15

expenditure purposes, or security deposits for lease arrangements.

receivable and security deposits were related to sales of long-lived assets or businesses, loans to related parties for capital

We manage our trade and loans receivables portfolios using published default risk as a key credit quality indicator. Our loans

NOTE 7. RECEIVABLES

Total

1.6

1.8

1.6

1.9

Restricted share units

—

0.1

—

0.3

Share option awards

1.6

1.7

1.6

1.6

(millions of shares)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

weighted average number of shares, because their effect would be anti-dilutive:

weighted average number of shares, where the assumed proceeds exceed the average market price from the calculation of diluted

Weighted average shares of the following share-based compensation awards were excluded from the calculation of diluted

the impact of 6.6 million shares was anti-dilutive.

shares was anti-dilutive. For the nine months ended September 30, 2022, we incurred a loss from continuing operations; therefore,

For the three months ended September 30, 2021, we incurred a loss from continuing operations; therefore, the impact of 4.3 million

Diluted

$

(0.02) $

(0.07) $

(0.16) $

0.37

Basic

$

(0.02) $

(0.07) $

(0.16) $

0.38

Total earnings (loss) per share attributable to TechnipFMC plc

Basic and diluted

$

(0.03) $

0.02 $

(0.08) $

(0.10)

plc

Earnings (loss) per share from discontinued operations attributable to TechnipFMC

Diluted

$

0.01 $

(0.09) $

(0.08) $

0.47

Basic

$

0.01 $

(0.09) $

(0.08) $

0.48

plc

Earnings (loss) per share from continuing operations attributable to TechnipFMC

Basic and diluted earnings (loss) per share attributable to TechnipFMC plc:

Total shares and dilutive securities

458.1

450.7

451.1

454.7

Dilutive effect of performance shares

2.6

—

—

0.4

Dilutive effect of restricted stock units

5.4

—

—

3.9

Weighted average number of shares outstanding

450.1

450.7

451.1

450.4

Net income (loss) attributable to TechnipFMC plc

$

(10.3) $

(32.2) $

(69.9) $

169.0

Income (loss) from discontinued operations attributable to TechnipFMC plc

(15.3)

8.4

(34.7)

(46.0)

Income (loss) from continuing operations attributable to TechnipFMC plc

$

5.0 $

(40.6) $

(35.2) $

215.0

(In millions, except per share data)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

A reconciliation of the number of shares used for the basic and diluted earnings (loss) per share calculation was as follows:

NOTE 6. EARNINGS (LOSS) PER SHARE

16

status.

Certain trade receivables are due in one year or less. We do not have any financial assets that are past due or are on non-accrual

Allowance for credit losses at September 30, 2021

$

38.3 $

1.2 $

7.7 $

2.7

Recoveries

(1.2)

(0.7)

—

—

Current period provision (release) for expected credit losses

(0.7)

(0.5)

(0.2)

2.2

Allowance for credit losses at December 31, 2020

$

40.2 $

2.4 $

7.9 $

0.5

(In millions)

receivables

assets

other

debt securities

Trade

Contract

receivable and

Held-to-maturity

Loans

Balance as of September 30, 2021

Allowance for credit losses at September 30, 2022

$

35.9 $

1.2 $

0.5 $

1.2

Recoveries

(2.2)

—

—

—

Current period provision (release) for expected credit losses

—

0.1

(0.1)

(1.5)

Allowance for credit losses at December 31, 2021

$

38.1 $

1.1 $

0.6 $

2.7

(In millions)

receivables

assets

other

debt securities

Trade

Contract

receivable and

Held-to-maturity

Loans

Balance as of September 30, 2022

The table below shows the roll-forward of allowance for credit losses as of September 30, 2022 and 2021, respectively.

at the reporting date using available and supportable information.

For held-to-maturity debt securities at amortized cost, we evaluate whether the debt securities are considered to have low credit risk

economic environment to determine lifetime expected losses.

assets and contract assets and adjust these historical credit loss trends for forward-looking factors specific to the debtors and the

loss rates from historical data. We develop loss-rate statistics on the basis of the amount written-off over the life of the financial

For contract assets, trade receivables, loans receivables, and other, we have elected to calculate an expected credit loss based on

Credit Losses

Total financial assets

$

70.0

$

74.9

cost

Caa1

2021

16.1

Moody’s rating B3

2019-2021

24.0

Debt securities at amortized

Moody’s rating

Loans receivables and other

Ba2

2020-2022

$

53.9

Moody’s rating Ba2

2019-2020

$

50.9

Moody’s rating A3 -

(In millions)

Credit rating

Year of origination

Balance

Credit rating

Year of origination

Balance

September 30, 2022

December 31, 2021

The table below summarizes the amortized cost basis of financial assets by years of origination and credit quality.

maturity debt securities consist of government bonds.

We manage our held-to-maturity debt securities using published credit ratings as a key credit quality indicator as our held-to-

17

approximately 20% ownership.

floating offshore wind projects. As of September 30, 2022, the equity method investment balance was $2.7 million and represented

During the first quarter of 2022, we entered into Magnora Offshore Wind AS, a partnership with Magnora ASA, in order to develop

nine months ended September 30, 2021 was $30.0 million and $9.5 million, respectively.

our income from equity affiliates was $13.8 million and $23.5 million, respectively. Our loss from equity affiliates during the three and

Our income from equity affiliates is included in our Subsea segment. During the three and nine months ended September 30, 2022,

NOTE 10. INVESTMENTS

Total other current liabilities

$

534.1

$

660.4

Other accrued liabilities

147.8

163.3

Current portion of accrued pension and other post-retirement benefits

3.3

5.2

Provisions

11.3

23.6

Compensation accrual

47.1

85.7

Social security liability

50.8

70.4

Value-added tax and other taxes payable

63.6

71.0

Warranty accruals and project contingencies

103.4

119.5

Legal provisions

$

106.8

$

121.7

(In millions)

2022

2021

September 30,

December 31,

Other current liabilities consisted of the following:

Total other current assets

$

505.9

$

512.3

Other

29.8

26.8

Current financial assets at amortized cost

12.9

21.9

Held-to-maturity investments

13.8

8.8

Assets held for sale

18.3

5.0

Prepaid expenses

80.8

50.7

Withholding tax and other receivables

137.8

176.7

Value-added tax receivables

$

212.5

$

222.4

(In millions)

2022

2021

September 30,

December 31,

Other current assets consisted of the following:

NOTE 9. OTHER CURRENT ASSETS & OTHER CURRENT LIABILITIES

Inventories, net

$

1,031.6

$

1,031.9

Finished goods

573.6

603.1

Work in process

158.2

178.7

Raw materials

$

299.8

$

250.1

(In millions)

2022

2021

September 30,

December 31,

Inventories consisted of the following:

NOTE 8. INVENTORIES

18

A member of our Board of Directors serves on the Board of Directors for Jumbo Shipping.

Total expenses

$

14.2

$

32.5

$

38.4

$

60.6

Others

4.4

24.2

14.2

39.3

Jumbo Shipping

3.5

—

11.8

—

Dofcon Navegacao

$

6.3

$

8.3

$

12.4

$

21.3

(In millions)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

Expenses consisted of amounts to the following related parties:

Total revenue

$

5.2

$

7.2

$

13.6

$

21.6

Others

1.8

3.5

4.8

7.8

Techdof Brasil AS

1.8

3.6

1.8

12.5

Dofcon Navegacao

$

1.6

$

0.1

$

7.0

$

1.3

(In millions)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

Revenue consisted of amounts from following related parties:

parties.

As of September 30, 2022 and December 31, 2021, we did not have significant accounts payable outstanding with our related

assets in our condensed consolidated balance sheets.

$12.6 million with Dofcon Brasil AS as of September 30, 2022 and December 31, 2021, respectively. These are included in other

Dofcon Navegacao and Techdof Brasil AS are our equity method investments. Additionally, we have a note receivable of $0 and

Total accounts receivable

$

16.4

$

29.7

Others

0.7

2.5

Techdof Brasil AS

5.3

4.5

Dofcon Navegacao

$

10.4

$

22.7

(In millions)

2022

December 31, 2021

September 30,

Accounts receivable consisted of receivables due from the following related parties:

consolidated joint ventures, were as follows.

transactions with related parties, defined as entities related to our directors and main shareholders as well as the partners of our

Receivables, payables, revenues and expenses, which are included in our condensed consolidated financial statements for all

NOTE 11. RELATED PARTY TRANSACTIONS

fair value revaluation gains (losses) of our investment.

related to our investment in Technip Energies. The amounts recognized include purchase price discounts on the sales of shares and

For the three and nine months ended September 30, 2021, we recognized $28.5 million and $351.8 million of income, respectively,

shares and fair value revaluation gains (losses) of our investment.

million loss related to our investment in Technip Energies. The amount recognized includes purchase price discounts on the sales of

ownership in Technip Energies prior to June 30, 2022. For the nine months ended September 30, 2022, we recognized a $27.7

There was no gain or loss recognized for the three months ended September 30, 2022 as we fully divested our remaining

Investment in Technip Energies

19

interest expense over the term of the 2021 Notes, which approximates the effective interest method.

included in long-term debt in our condensed consolidated balance sheets. The deferred debt issuance costs are amortized to

$25.7 million of debt issuance costs in connection with issuance of the 2021 Notes. These debt issuance costs are deferred and are

subsidiaries and non-U.S. subsidiaries in Brazil, the Netherlands, Norway, Singapore and the United Kingdom. We incurred

senior unsecured obligations and are guaranteed on a senior unsecured basis by substantially all of our wholly owned U.S.

2021 Notes is paid semi-annually on February 1 and August 1 of each year, beginning on August 1, 2021. The 2021 Notes are

2021 Notes - On January 29, 2021, we issued $1.0 billion of 6.50% senior notes due 2026 (the “2021 Notes”). The interest on the

representations and warranties, covenants, events of default, mandatory repayment provisions and financial covenants.

1.50% to 2.50% for base rate loans, depending on a total leverage ratio. The Revolving Credit Facility is subject to customary

The applicable margin for borrowings under the Revolving Credit Facility ranges from 2.50% to 3.50% for Eurocurrency loans and

•

Euro-denominated loans bear interest on an adjusted rate linked to the Euro interbank offered rate.

London interbank offered rate; and

•

U.S. dollar-denominated loans bear interest, at the Company’s option, at a base rate or an adjusted rate linked to the

currency:

Borrowings under the Revolving Credit Facility bear interest at the following rates, plus an applicable margin, depending on

availability under the Revolving Credit Facility was $804.6 million.

As of September 30, 2022, there were $150.0 million of borrowings and $45.4 million of letters of credit outstanding, and our

Availability of borrowings under the Revolving Credit Facility is reduced by the outstanding letters of credit issued against the facility.

interest expense over the term of the Revolving Credit Facility.

are included in other assets in our condensed consolidated balance sheets. The deferred debt issuance costs are amortized to

$34.8 million of debt issuance costs in connection with the Revolving Credit Facility. These debt issuance costs are deferred and

senior secured multi-currency Revolving Credit Facility, including a $450.0 million letter of credit sub-facility. We incurred

Revolving Credit Facility - On February 16, 2021, we entered into a credit agreement, which provides for a $1.0 billion three-year

Credit Facilities and Debt

Long-term debt

$

1,134.9

$

1,727.3

Less: current borrowings

231.9

277.6

Total debt

1,366.8

2,004.9

Unamortized debt issuance costs and discounts

(10.4)

(22.3)

Bank borrowings and other

312.8

397.4

3.75% 2013 Private placement notes due 2033

97.5

113.3

4.00% 2012 Private placement notes due 2032

97.5

113.3

4.00% 2012 Private placement notes due 2027

73.1

84.9

6.50% Senior notes due 2026

202.9

633.1

5.75% 2020 Private placement notes due 2025

194.9

226.5

3.15% 2013 Private placement notes due 2023

248.5

288.8

3.40% 2012 Private placement notes due 2022

—

169.9

Revolving credit facility

$

150.0

$

—

(In millions)

2022

2021

September 30,

December 31,

Long-term debt consisted of the following:

Overview

NOTE 12. DEBT

20

September 30, 2022

$

(1,255.5) $

(90.8) $

(123.1) $

(1,469.4) $

(12.9)

Other comprehensive income (loss), net of tax

(97.1)

(73.5)

6.2

(164.4)

(7.2)

income (loss), net of tax

—

18.5

9.2

27.7

—

Reclassification adjustment for net losses included in net

tax

(97.1)

(92.0)

(3.0)

(192.1)

(7.2)

Other comprehensive loss before reclassifications, net of

December 31, 2021

$

(1,158.4) $

(17.3) $

(129.3) $

(1,305.0) $

(5.7)

(In millions)

Translation

Hedging

Benefits

TechnipFMC plc

Interest

Currency

Post-Retirement

Loss Attributable t o

to Non-Controlling

Foreign

and Other

Comprehensive

Loss Attributable

Defined Pension

Accumulated Other

Comprehensive

Accumulated Other

September 30, 2022

$

(1,255.5) $

(90.8) $

(123.1) $

(1,469.4) $

(12.9)

Other comprehensive income (loss), net of tax

(97.2)

(26.7)

1.5

(122.4)

(2.8)

income, net of tax

—

6.7

3.0

9.7

—

Reclassification adjustment for net losses included in net

reclassifications, net of tax

(97.2)

(33.4)

(1.5)

(132.1)

(2.8)

Other comprehensive income (loss) before

June 30, 2022

$

(1,158.3) $

(64.1) $

(124.6) $

(1,347.0) $

(10.1)

(In millions)

Translation

Hedging

Benefits

TechnipFMC plc

Interest

Currency

Post-Retirement

Loss Attributable t o

to Non-Controlling

Foreign

and Other

Comprehensive

Loss Attributable

Defined Pension

Accumulated Other

Comprehensive

Accumulated Other

Accumulated other comprehensive income (loss) consisted of the following:

were immediately cancelled.

price as of September 30, 2022, approximately 41.4 million ordinary shares could be subject to repurchase. All share repurchases

three months ended September 30, 2022. Based upon the remaining repurchase authority of $349.9 million and the closing stock

share repurchase program. Pursuant to this share repurchase program, we repurchased $50.1 million of ordinary shares during the

In July 2022, the Board of Directors authorized the repurchase of up to $400.0 million of our outstanding ordinary shares under our

NOTE 13. STOCKHOLDERS’ EQUITY

upon the local national market.

utilize these facilities for asset financing and to provide a more efficient daily source of liquidity. The effective interest rates depend

Foreign committed credit - We have committed credit lines at many of our international subsidiaries for immaterial amounts. We

our foreign committed credit lines.

Bank borrowings - Include term loans issued in connection with financing for certain of our vessels and amounts outstanding under

As of September 30, 2022, we were in compliance with all debt covenants.

among other things, eliminated substantially all of the restrictive covenants and certain event of default triggers in the indenture.

certain proposed amendments (“Proposed Amendments”) to the indenture governing these notes. The Proposed Amendments,

issuance costs. Concurrent with the tender offer, the Company obtained consents of holders with respect to the 2021 Notes to

outstanding 2021 Notes. We paid a cash premium of $21.5 million to the tendering note holders and wrote-off $8.3 million of debt

During the nine months ended September 30, 2022, we completed a tender offer and purchased for cash $430.2 million of the

21

Total impairment, restructuring and other expenses

$

6.9 $

7.3 $

15.1 $

34.8

Corporate and other

—

0.4

3.0

3.4

Surface Technologies

3.6

—

9.6

3.8

Subsea

$

3.3 $

6.9 $

2.5

27.6

(In millions)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

Impairment, restructuring and other expenses were as follows:

NOTE 15. IMPAIRMENT, RESTRUCTURING AND OTHER EXPENSES

months ended September 30, 2022 and 2021, respectively.

$7.7 million for the three months ended September 30, 2022 and 2021, respectively, and $28.9 million and $18.4 million for the nine

compensation expense for non-vested share options, performance-based shares and restricted stock units was $9.9 million and

We recognize compensation expense and the corresponding tax benefits for awards under incentive award plans. Share-based

from the 2017 Plan were added to the authorized amount under the Plan.

replaces the 2017 Plan. Under the Plan, 8.9 million ordinary shares were authorized for awards, and the remaining available shares

authorized under the 2017 Plan. On April 28, 2022, we adopted the TechnipFMC plc 2022 Incentive Award Plan (the “Plan”), which

included share options, share appreciation rights, performance stock units, restricted stock units, restricted shares or other awards

and awards to our officers, employees, non-employee directors and consultants of the Company and its subsidiaries. Awards

Under the Amended and Restated TechnipFMC plc Incentive Award Plan (the “2017 Plan”), we were able to grant certain incentives

NOTE 14. SHARE-BASED COMPENSATION

(a)

These accumulated other comprehensive income components are included in the computation of net periodic pension cost.

Net income (loss)

$

(3.0) $

(4.8) $

(9.2) $

(14.7)

(2.9)

(2.1)

(6.0)

(5.5) Provision for income taxes

(5.9)

(6.9)

(15.2)

(20.2) Income (loss) before income taxes

Amortization of net actuarial loss

(5.8)

(6.8)

(14.9)

(19.8) Other income (expense), net (a)

Amortization of prior service credit (cost) $

(0.1) $

(0.1) $

(0.3) $

(0.4) Other income (expense), net (a)

Pension and other post-retirement benefits

Net income (loss)

$

(6.7) $

(1.3) $

(18.5) $

(3.3)

(2.5)

(0.4)

(7.4)

(5.8) Provision for income taxes

(9.2)

(1.7)

(25.9)

(9.1) Income (loss) before income taxes

(2.2)

(0.7)

(11.1)

6.2 Other income (expense), net

—

(0.1)

(0.3)

0.1 Selling, general and administrative expense

(5.6)

0.7

(12.6)

12.2 Cost of sales

Foreign exchange contracts

$

(1.4) $

(1.6) $

(1.9) $

(27.6) Revenue

Gains (losses) on hedging instruments

Components

Comprehensive Loss

Consolidated Statements of Income

Comprehensive Income (loss)

Amount Reclassified out of Accumulated Other

Affected Line Item in the Condensed

Details about Accumulated Other

(In millions)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

Reclassifications out of accumulated other comprehensive income (loss) consisted of the following:

22

cooperated with the DOJ's investigations and, with regard to FMC Technologies, a related investigation by the SEC.

Corrupt Practices Act (“FCPA”). On March 29, 2016, Technip S.A. also received an inquiry from the DOJ related to Unaoil. We

investigation of whether certain services Unaoil S.A.M. provided to its clients, including FMC Technologies, violated the U.S. Foreign

On March 28, 2016, FMC Technologies received an inquiry from the U.S. Department of Justice (“DOJ”) related to the DOJ's

cash flows.

resolution of these matters will not have a material adverse effect on our consolidated financial position, results of operations or

the ultimate outcome of these actions because of their inherent uncertainty. However, we believe that the most probable, ultimate

partners, and can include claims related to payment of fees, service quality and ownership arrangements. We are unable to predict

disputes in the ordinary course of our business. These actions and disputes can involve our agents, suppliers, clients and venture

Contingent liabilities associated with legal and tax matters - We are involved in various pending or potential legal and tax actions or

results of operations, or cash flows.

We believe the ultimate resolution of our known contingencies will not materially adversely affect our consolidated financial position,

perform under a non-financial obligating agreement. Events that trigger payment are performance-related, such as failure to ship a product or provide a service.

(b)

Performance guarantees represent contracts that contingently require a guarantor to make payments to a guaranteed party based on another entity's failure to

financial obligations.

agreement that is related to an asset, a liability or an equity security of the guaranteed party. These tend to be drawn down only if there is a failure to fulfill our

(a)

Financial guarantees represent contracts that contingently require a guarantor to make payments to a guaranteed party based on changes in an underlying

Maximum potential undiscounted payments

$

1,626.5

$

1,246.4

Performance guarantees

(b)

1,423.1

1,069.0

Financial guarantees

(a)

$

203.4

$

177.4

(In millions)

2022

2021

September 30,

December 31,

Guarantees consisted of the following:

financial position, results of operations or cash flows.

financial instruments to result in losses that, if incurred, would have a material adverse effect on our condensed consolidated

other parties. The majority of these financial instruments expire within five years. Management does not expect any of these

performance bonds, surety bonds and other guarantees with financial institutions for the benefit of our customers, vendors and

Contingent liabilities associated with guarantees - In the ordinary course of business, we enter into standby letters of credit,

NOTE 16. COMMITMENTS AND CONTINGENT LIABILITIES

Total restructuring and other expenses

$

3.3 $

6.0 $

10.4 $

13.9

Corporate and other

—

0.4

3.0

0.4

Surface Technologies

1.9

—

6.8

3.5

Subsea

$

1.4 $

5.6 $

0.6

10.0

(In millions)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

segments and were as follows:

Restructuring and other charges primarily consisted of severance, facilities restructuring and other employee related costs across all

Restructuring and Other Expenses

rationalization actions.

million of impairment expenses, primarily relating to our operating lease right-of-use assets as a result of certain real estate

related to exiting our operations in Russia and Canada. During the nine months ended September 30, 2021, we recorded $19.6

During the nine months ended September 30, 2022, we recorded $15.1 million of impairment and restructuring expenses, primarily

23

operations or cash flows.

2021, and that the ultimate resolution of such matters will not materially affect our consolidated financial position, results of

management believes we have appropriately recognized probable liquidated damages at September 30, 2022 and December 31,

against us for liquidated damages. Based upon the evaluation of our performance and other commercial and legal analysis,

conforming claim under these provisions. These contracts define the conditions under which our customers may make claims

damages if we are responsible for the failure to meet specified contractual milestone dates and the applicable customer asserts a

Contingent liabilities associated with liquidated damages - Some of our contracts contain provisions that require us to pay liquidated

we could be subject to criminal proceedings in France, the outcome of which cannot be predicted.

material adverse impact on our business, results of operations and financial condition. If we cannot reach a resolution with the PNF,

programs. Any of these measures, if applicable to us, as well as potential customer reaction to such measures, could have a

circumstances including, but not limited to, fines, penalties, confiscations and modifications to business practices and compliance

a broad range of potential sanctions under anti-corruption laws and regulations that it may seek to impose in appropriate

There is no certainty that a settlement with PNF will be reached or that the settlement will not exceed current accruals. The PNF has

this provision.

continue our discussions with PNF towards a potential resolution of all of these matters, the amount of a settlement could exceed

would support a finding of liability with respect to these projects, or whether the PNF would seek any additional penalty. As we

Additionally, the PNF recently informed us that it is reviewing historical projects in Angola. We are not aware of any evidence that

remain committed to finding a resolution with the PNF and will maintain a $70.0 million provision related to this investigation.

To date, the investigation by PNF related to historical projects in Equatorial Guinea and Ghana has not reached a resolution. We

Administrative Order, pursuant to which we paid the SEC $5.1 million, which was included in the global resolution of $301.3 million.

In September 2019, the SEC approved our previously disclosed agreement in principle with the SEC Staff and issued an

commitment to cooperation and transparency with the compliance community in Brazil and globally.

certain enhancements to their compliance programs in Brazil during a two-year self-reporting period, which aligns with our

entered into leniency agreements with both the MPF and the CGU/AGU. We have committed, as part of those agreements, to make

In Brazil, our subsidiaries, Technip Brasil - Engenharia, Instalações E Apoio Marítimo Ltda. and Flexibrás Tubos Flexíveis Ltda.,

corruption program during the term of the DPA.

guilty to one count of conspiracy to violate the FCPA related to conduct in Brazil. We will also provide the DOJ reports on our anti-

conspiracy to violate the FCPA related to conduct in Brazil and with Unaoil. In addition, Technip USA, Inc., a U.S. subsidiary, pled

As part of this resolution, we entered into a three-year Deferred Prosecution Agreement (“DPA”) with the DOJ related to charges of

on our anti-corruption program to the Brazilian and U.S. authorities for two and three years, respectively.

CGU/AGU to resolve these anti-corruption investigations. We will not be required to have a monitor and will, instead, provide reports

On June 25, 2019, we announced a global resolution to pay a total of $301.3 million to the DOJ, the SEC, the MPF and the

existing matters.

contacted and are cooperating with French authorities (the Parquet National Financier (“PNF”)) with their investigation about these

(“CGU”) and the Attorney General of Brazil (“AGU”)) with their investigation concerning the projects in Brazil and have also

We contacted and cooperated with the Brazilian authorities (Federal Prosecution Service (“MPF”), the Comptroller General of Brazil

respectively. We cooperated with the DOJ in its investigation into potential violations of the FCPA in connection with these projects.

inquired about projects in Ghana and Equatorial Guinea that were awarded to Technip S.A. subsidiaries in 2008 and 2009,

with the DOJ certain other projects performed by Technip S.A. subsidiaries in Brazil between 2002 and 2013. The DOJ has also

and 2007, performed in Brazil by a joint venture company in which Technip S.A. was a minority participant, and we have also raised

In late 2016, Technip S.A. was contacted by the DOJ regarding its investigation of offshore platform projects awarded between 2003

24

U.S. dollar

(1,522.5)

(1,522.5)

Brazilian real

(773.9)

(143.2)

Malaysian ringgit

(452.6)

(97.6)

Kuwaiti dinar

(4.1)

(13.1)

British pound

(187.8)

(207.4)

Indian rupee

1,312.9

16.1

Canadian dollar

25.9

18.8

Indonesian rupiah

711,216.8

46.7

Singapore dollar

80.3

55.9

Australian dollar

284.1

183.7

Norwegian krone

3,239.9

299.3

Euro

1,128.0

1,099.3

(In millions)

USD Equivalent

Bought (Sold)

Net Notional Amount

consolidated balance sheets. As of September 30, 2022, we held the following material net positions:

anticipated purchase or sale commitments denominated in foreign currencies and recorded assets and liabilities in our condensed

Foreign exchange rate forward contracts - The purpose of these instruments is to hedge the risk of changes in future cash flows of

We hold the following types of derivative instruments:

instruments, any change in the fair value of those instruments is reflected in earnings in the period such change occurs.

same period or periods during which the hedged transaction affects earnings. For derivative instruments not designated as hedging

forward currency rate, is reported as a component of other comprehensive income (“OCI”) and reclassified into earnings in the

cash flow hedge, the effective portion of the gain or loss of the derivative, which does not include the time value component of a

are expected to be offset by corresponding changes in the fair value of the derivatives. For derivative instruments that qualify as a

Generally, we enter into hedging relationships such that changes in the fair values or cash flows of the transactions being hedged

currency purchases and sales created in the normal course of business, and not for speculative purposes.

currency exchange rates. Our policy is to hold derivatives only for the purpose of hedging risks associated with anticipated foreign

The types of risks hedged are those relating to the variability of future earnings and cash flows caused by movements in foreign

certain identifiable and anticipated transactions and recorded assets and liabilities in our condensed consolidated balance sheets.

For purposes of mitigating the effect of changes in exchange rates, we hold derivative financial instruments to hedge the risks of

NOTE 18. DERIVATIVE FINANCIAL INSTRUMENTS

higher tax rates than in the United Kingdom.

Our effective tax rate can fluctuate depending on our country mix of earnings, since our foreign earnings are generally subject to

year over year.

24.5%, respectively. The year-over-year increase in the effective tax rate was primarily due to the change in geographical profit mix

Our provision for income taxes for the nine months ended September 30, 2022 and 2021 reflected effective tax rates of 121.0% and

mix year over year.

(46.1)%, respectively. The year-over-year increase in the effective tax rate was primarily due to the change in geographical profit

Our provision for income taxes for the three months ended September 30, 2022 and 2021 reflected effective tax rates of 80.0% and

NOTE 17. INCOME TAXES

25

Foreign exchange contracts

$

(43.9) $

(20.8) $

(107.6) $

(41.2)

(In millions)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

Gain (Loss) Recognized in OCI

designated as cash flow hedges:

The following table presents the gains (losses) recognized in other comprehensive income related to derivative instruments

2025.

anticipated transactions actually occur. All anticipated transactions currently being hedged are expected to occur by the first half of

expect to transfer an approximate $59.5 million loss from accumulated OCI to earnings during the next 12 months when the

comprehensive losses of $92.2 million and $18.7 million as of September 30, 2022 and December 31, 2021, respectively. We

Cash flow hedges of forecasted transactions, net of tax, which qualify for hedge accounting, resulted in accumulated other

Total derivatives

$

320.0

$

569.8

$

120.8

$

176.5

Total derivatives not designated as hedging instruments

16.9

93.9

3.9

21.5

Long-term - Derivative financial instruments

—

6.4

—

—

Current - Derivative financial instruments

16.9

87.5

3.9

21.5

Foreign exchange contracts

Derivatives not designated as hedging instruments

Total derivatives designated as hedging instruments

303.1

475.9

116.9

155.0

Long-term - Derivative financial instruments

13.9

39.5

10.5

15.5

Current - Derivative financial instruments

$

289.2

$

436.4

$

106.4

$

139.5

Foreign exchange contracts

Derivatives designated as hedging instruments

(In millions)

Assets

Liabilities

Assets

Liabilities

September 30, 2022

December 31, 2021

balance sheets:

The following table presents the location and fair value amounts of derivative instruments reported in the condensed consolidated

ultimately incur when these contracts are settled.

indicative of the amounts we would realize in a current market exchange and may not be indicative of the gains or losses we may

commonly accepted valuation methodologies. See Note 19 for further details. Accordingly, the estimates presented may not be

Fair value amounts for all outstanding derivative instruments have been determined using available market information and

U.S. dollar

(16.5)

(16.5)

Euro

(2.6)

(2.5)

Norwegian krone

(11.4)

(1.1)

Brazilian real

115.0

21.3

(In millions)

USD Equivalent

Bought (Sold)

Net Notional Amount

net positions:

purchase goods in certain countries. As of September 30, 2022, our portfolio of these instruments included the following material

offsetting currency payments and receipts for particular projects or comply with government restrictions on the currency used to

Foreign exchange rate instruments embedded in purchase and sale contracts - The purpose of these instruments is to match

26

Derivative liabilities

$

569.8

$

(200.2)

$

369.6

$

176.5

$

(78.6)

$

97.9

Derivative assets

$

320.0

$

(200.2)

$

119.8

$

120.8

$

(78.6)

$

42.2

(In millions)

Recognized

Agreements

Net Amount

Recognized

Agreements

Net Amount

Gross Amount

Master Netting

Gross Amount

Master Netting

Permitted Under

Permitted Under

Not Offset,

Not Offset,

Gross Amounts

Gross Amounts

September 30, 2022

December 31, 2021

contracts. The following tables present both gross information and net information of recognized derivative instruments:

and assets and liabilities are not offset. As of September 30, 2022 and December 31, 2021, we had no collateralized derivative

permits net settlement of the gross derivative assets against gross derivative liabilities. Each instrument is accounted for individually

Balance Sheet Offsetting - We execute derivative contracts with counterparties that consent to a master netting agreement, which

Total

$

6.3

$

(22.0)

$

0.1

$

(50.4)

$

(27.0)

$

9.7

$

0.1

$

11.2

instruments

—

(0.8)

—

(8.0)

1.4

0.5

—

8.2

derivatives not designated as hedging

Gain (loss) recognized in income on

income

6.3

(21.2)

0.1

(42.4)

(28.4)

9.2

0.1

3.0

Total hedge gain (loss) recognized in

recognized in income

6.3

(21.2)

0.1

(42.4)

(28.4)

9.2

0.1

3.0

Total cash flow hedge gain (loss)

testing

8.2

(8.6)

0.4

(31.3)

(0.8)

(3.0)

—

(3.2)

Amounts excluded from effectiveness

OCI to income (loss)

$

(1.9)

$

(12.6)

$

(0.3)

$

(11.1)

$

(27.6)

$

12.2

$

0.1

$

6.2

Amounts reclassified from accumulated

hedges and derivatives

Revenue

sales

expense

(expense), net

Revenue

sales

expense

(expense), net

statements of income associated with

Cost of

administr ative

Other income

Cost of

administr ative

Other income

presented in the consolidated

and

and

Total amount of income (expense)

general

general

Selling,

Selling,

(In millions)

Nine Months Ended September 30, 2022

Nine Months Ended September 30, 2021

Total

$

3.9

$

(9.8)

$

(0.1)

$

(35.9)

$

(2.6)

$

0.3

$

(0.1)

$

(27.1)

instruments

0.1

0.6

—

(22.0)

—

(0.1)

—

(25.2)

derivatives not designated as hedging

Gain (loss) recognized in income on

income

$

3.8

$

(10.4)

$

(0.1)

$

(13.9)

$

(2.6)

$

0.4

$

(0.1)

$

(1.9)

Total hedge gain (loss) recognized in

recognized in income

3.8

(10.4)

(0.1)

(13.9)

(2.6)

0.4

(0.1)

(1.9)

Total cash flow hedge gain (loss)

testing

5.2

(4.8)

(0.1)

(11.7)

(1.0)

(0.3)

—

(1.2)

Amounts excluded from effectiveness

OCI to income

$

(1.4)

$

(5.6)

$

—

$

(2.2)

$

(1.6)

$

0.7

$

(0.1)

$

(0.7)

Amounts reclassified from accumulated

hedges and derivatives

Revenue

sales

expense

(expense), net

Revenue

sales

expense

(expense), net

statements of income associated with

Cost of

administr ative

Other income

Cost of

administr ative

Other income

presented in the consolidated

and

and

Total amount of income (expense)

general

general

Selling,

Selling,

(In millions)

Three Months Ended September 30, 2022

Three Months Ended September 30, 2021

three and nine months ended September 30, 2022 and 2021:

The following tables represent the effect of cash flow hedge accounting in the condensed consolidated statements of income for the

27

circumstances indicate that carrying amounts of such assets may not be recoverable.

Fair value of long-lived, non-financial assets - Long-lived assets are reviewed for impairment whenever events or changes in

Nonrecurring Fair Value Measurements

post collateral for derivative positions in a liability position. See Note 18 for further details.

We currently have no credit-risk-related contingent features in our agreements with the financial institutions that would require us to

and with the same credit rating.

counterparties not publicly available, are approximated by using the spread of similar companies in the same industry, of similar size

same calculation; however, a spread representing our credit spread is used. Our credit spread, and the credit spread of other

the present value of the portfolio by the counterparty’s published credit spread. Portfolios in a liability position are adjusted by the

notional values. Credit risk is then incorporated by reducing the derivative’s fair value in asset positions by the result of multiplying

measuring the change from the derivative contract rate and the published market indicative currency rate, multiplied by the contract

currency derivative instruments on a recurring basis. This approach calculates the present value of the future cash flow by

Derivative financial instruments - We use the income approach as the valuation technique to measure the fair value of foreign

amortized cost, which approximates fair value.

Held-to-maturity debt securities - Held-to-maturity debt securities consist of government bonds. These investments are stated at

using net asset value per share (or its equivalent) have not been classified in the fair value hierarchy.

These funds include fixed income and other investments measured at fair value. Certain investments that are measured at fair value

which is based on the fair value of the underlying investments using information reported by our investment advisor at quarter-end.

Money market and stable value funds - These funds are valued at the net asset value of the shares held at the end of the quarter,

in public markets.

Equity securities - The fair value measurement of our traded securities is based on quoted prices that we have the ability to access

Note 10 for further details.

ability to access in public markets. As of September 30, 2022, we fully divested our remaining ownership in Technip Energies. See

Investment in Technip Energies - The fair value of our investment in Technip Energies was based on quoted prices that we had the

Total liabilities

$

569.8

$

—

$

569.8

$

—

$

176.5

$

—

$

176.5

$

—

Foreign exchange contracts

569.8

—

569.8

—

176.5

—

176.5

—

Derivative financial instruments

Liabilities

Total assets

$

355.4

$

18.7

$

336.5

$

—

$

489.8

$

342.3

$

147.2

$

—

Foreign exchange contracts

320.0

—

320.0

—

120.8

—

120.8

—

Derivative financial instruments

Held-to-maturity debt securities

15.0

—

15.0

—

24.0

—

24.0

—

Money market and stable value funds

1.7

—

1.5

—

2.7

—

2.4

—

Equity securities

18.7

18.7

—

—

25.0

25.0

—

—

Investment in Technip Energies

$

—

$

—

$

—

$

—

$

317.3

$

317.3

$

—

$

—

Investments

Assets

(In millions)

Total

Level 1

Level 2

Level 3

Total

Level 1

Level 2

Level 3

September 30, 2022

December 31, 2021

Assets and liabilities measured at fair value on a recurring basis were as follows:

NOTE 19. FAIR VALUE MEASUREMENTS

28

net settlement of gross derivative assets against gross derivative liabilities.

derivative contracts by executing contracts only with counterparties that consent to a master netting agreement, which permits the

Allowances for losses on trade receivables are established based on collectability assessments. We mitigate credit risk on

in the event of non-performance by the counterparty is limited to the amount drawn and outstanding on the financial instrument.

requiring credit approvals and credit limits and monitoring counterparties’ financial condition. Our maximum exposure to credit loss

credit risk on financial instruments by transacting only with what management believes are financially secure counterparties,

instruments that potentially subject us to credit risk primarily consist of trade receivables and derivative contracts. We manage the

Credit risk - By their nature, financial instruments involve risk, including credit risk, for non-performance by counterparties. Financial

and senior notes was $1,019.8 million and $1,706.1 million as of September 30, 2022 and December 31, 2021, respectively.

which results in a Level 2 fair value measurement. The estimated fair value of our private placement notes, revolving credit facility

Fair value of debt - We use a market approach to determine the fair value of our fixed-rate debt using observable market data,

definition of financial instruments, approximate fair value.

bank borrowings, credit facilities, as well as amounts included in other current assets and other current liabilities that meet the

The carrying amounts of cash and cash equivalents, trade receivables, accounts payable, short-term debt, debt associated with our

Other fair value disclosures

expected future asset utilization in response to market conditions.

(a)

Measuring these asset groups for recoverability required the use of unobservable inputs that require significant judgment. Such judgments include

Long-lived assets

(a)

$

20.9

$

31.6

(In millions)

Impairment

Fair Value

Nine Months Ended September 30, 2021

September 30, 2021:

The following summarizes impairments of our long-lived assets and related post-impairment fair value for the nine months ended

29

Extending the outlook into 2023, we believe orders over the next five quarters will be at least $9.0 billion.

our full-year Subsea inbound will be up as much as 40 percent versus the prior year, with orders approaching $7.0 billion in 2022.

This strong project pipeline and the active dialogue with our large and expanded customer base gives us continued confidence that

months of the year, with orders growing to $5.2 billion, a book-to-bill of 1.3. Our Subsea Opportunities list remains at a record level.

are likely to exceed 350 – a level not seen since 2013. We experienced continued strength in Subsea inbound in the first nine

For the current year, our early engagement and client partnerships support our view that subsea tree awards for the total industry

positioned due to our extensive installed base.

come primarily from the North Sea, Gulf of Mexico and West Africa – all regions in which we have a strong presence and are well-

greenfield opportunities in Brazil and Guyana. We also expect increased tie-back activity, with growth from these smaller projects to

the opportunity set of large subsea projects to be sanctioned over the next 24 months has expanded, driven in part by new

improved project economics and more recent concerns regarding the security of energy supply. With crude above $90 per barrel,

We have experienced renewed operator confidence in advancing subsea activity as a result of the robust economic outlook,

remain a significant part of many of our customers’ portfolios.

discoveries can be developed economically well below today’s crude oil prices. We believe deepwater development is likely to

Subsea – Innovative approaches to subsea projects, like our iEPCI solution, have improved project economics, and many offshore

energy projects will support the UK’s security of supply, energy transition and broader climate change objectives.

Orkney. Capable of delivering 7.2MW of predictable clean energy to the grid once completed, these Orbital tidal stream

stream turbine, was awarded two contracts for difference in the UK Allocation Round 4 multi-turbine projects in Eday,

•

In July, Orbital Marine Power, which is collaborating with TechnipFMC to accelerate the global commercialization of its tidal

of our business.

2

generation and reducing total CO emissions – another example of how our long-standing partnerships extend to all areas

also signed an agreement with Shell to explore synergies with a shared goal of enabling offshore renewable energy

total capacity of approximately 500 megawatts – which could power more than 600,000 homes in the United Kingdom. We

offshore renewables, Magnora Offshore Wind. The proposed development project will install 33 floating wind turbines with

•

During the first quarter, we signed the Option to Lease Agreement for the ScotWind N3 area through our partnership in

architect.

We have been successful in building on our partnerships and alliances to further position ourselves as the leading offshore energy

greenhouse gas removal, offshore floating renewables and hydrogen.

renewable energy resources and reduction of carbon emissions. We are making real progress through our three main pillars of

We are also committed to the energy transition, where we believe that offshore will play a meaningful role in the transition to

are confident that these conventional resources will remain an important part of the energy mix for an extended period of time.

production will increase over the intermediate-term, resulting in strong inbound orders for our Company through at least 2025. We

We have entered a multi-year upcycle for energy demand. We believe that investments in new sources of oil and natural gas

greater energy security for countries across the globe.

key commodities and supply routes. With long-term demand for energy forecast to increase, the conflict has highlighted the need for

transition and the Russian invasion of Ukraine have further exacerbated these trends, with the invasion disrupting access to several

The shift from the pandemic-led contraction to economic growth has resulted in high inflation and logistical bottlenecks. The energy

a price that supports both economic growth and continued energy investment.

supported by the industry’s more disciplined capital spend, particularly for OPEC+ countries which appear to be focused on realizing

Overall Outlook – The growth in global energy demand has been driven by increased economic activity. Oil prices have been further

BUSINESS OUTLOOK

ITEM 2. MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

30

its sustainable oil capacity and significantly increase its production of natural gas over the next decade.

associated services. We have also added new manufacturing capabilities in Saudi Arabia where the country is expected to increase

received a multi-year contract from Abu Dhabi National Oil Company - its largest ever award - to provide wellheads, trees and

The Middle East remains one of our largest market opportunities in the current decade. In December 2021, Surface Technologies’

our leadership positions.

these markets, which demand higher specification equipment, global services and local content, provide a platform for us to extend

International markets will continue to represent a significant portion of total segment revenue in 2022. Our unique capabilities in

reduces methane flaring by up to 50 percent and maximizes oil production.

digital offering uses proprietary process automation to provide the industry’s only real-time monitoring and control system that both

digitally enabled pressure control system. We also recently introduced our E-Mission solution for onshore production facilities. This

environment. Our completions-related revenue continues to benefit from the successful adoption of iComplete – our fully integrated,

Activity in North America is expected to increase in 2022, driven by higher drilling and completion activity and an improved pricing

America.

Operating results can be further impacted by stimulation activity and the completions intensity of shale applications in North

Surface Technologies – Our performance is typically driven by variations in global drilling activity, creating a dynamic environment.

company.

believe these changes are fundamental and sustainable as a result of new business models and technology pioneered by our

resulted in new subsea investments coming much earlier in the cycle and more in parallel with the short cycle U.S. land market. We

Since 2015, offshore economics have materially improved, and subsea cycle times have become significantly shorter. This has

enterprise-wide way of working.

that are both real and sustainable. This has paved the way for other products to adopt a similar operating model, enabling an

resulting in up to 25 percent lower product cost and a shortened 12 month delivery time for subsea production equipment – savings

product and process standardization. CTO has allowed us to redefine our sourcing strategy and transform our manufacturing flow,

their unique and evolving needs, but also provides them with the significant speed, cost and efficiency benefits that come with

transformational to the future of our company. Our customers require a product platform that provides them with choices which meet

With CTO, we have designed an environment, process, culture and tools which are scalable and, more importantly, are

efficiencies for TechnipFMC.

are driving real change in our industry that further improves the economics of our customer’s projects while driving greater

times. The industrialization of our project business through the introduction of configure-to-order (CTO) is another way in which we

As the subsea industry continues to evolve, we are driving simplification, standardization, and industrialization to reduce cycle

31

See Note 15 for further details.

primarily related to exiting our operations in Canada compared, to $7.3 million during the three months ended September 30, 2021.

We incurred $6.9 million of impairment, restructuring and other expenses during the three months ended September 30, 2022,

Impairment, Restructuring and Other Expenses

associated with our support functions.

Selling, general and administrative expense decreased $1.5 million year-over-year, primarily driven by a decrease in costs

Selling, General and Administrative Expense

due to an increase in operator activity in North America.

backlog and an increase in installation and services activity. Surface Technologies gross profit increased year-over-year, primarily

30, 2022, compared to 13.6% in the prior-year period. Subsea gross profit increased year over year due to improved margins in

Gross profit (revenue less cost of sales), as a percentage of sales, increased to 14.9% during the three months ended September

Gross Profit

revenue increased, primarily as a result of the increase in operator activity in North America.

Subsea revenue increased year-over-year, primarily driven by an increase in installation and services activity. Surface Technologies

Revenue increased $153.6 million during the three months ended September 30, 2022, compared to the same period in 2021.

Revenue

Net Income (loss) attributable to TechnipFMC plc

$

(10.3)

$

(32.2)

$

21.9

68.0

Income (loss) from discontinued operations

(15.3)

8.4

(23.7)

(282.1)

Income (loss) from continuing operations attributable to TechnipFMC plc

5.0

(40.6)

45.6

112.3

interests

(5.7)

(1.6)

(4.1)

(256.3)

Net (income) from continuing operations attributable to non-controlling

Income (loss) from continuing operations

10.7

(39.0)

49.7

127.4

Provision for income taxes (Note 17)

42.7

12.3

30.4

247.2

Income (loss) before income taxes

53.4

(26.7)

80.1

300.0

Net interest expense

(30.9)

(39.3)

8.4

21.4

Loss on early extinguishment of debt

—

(16.0)

16.0

(100.0)

Income from investment in Technip Energies (Note 10)

—

28.5

(28.5)

(100.0)

Income (loss) from equity affiliates (Note 10)

13.8

(30.0)

43.8

146.0

Other expense, net

(10.3)

(5.9)

(4.4)

(74.6)

Total costs and expenses

1,652.2

1,543.4

108.8

7.0

Impairment, restructuring and other expenses (Note 15)

6.9

7.3

(0.4)

(5.5)

Research and development expense

19.0

18.7

0.3

1.6

Selling, general and administrative expense

151.9

153.4

(1.5)

(1.0)

Cost of sales

1,474.4

1,364.0

110.4

8.1

Costs and expenses

Revenue

$

1,733.0

$

1,579.4

$

153.6

9.7

(In millions, except %)

2022

2021

$

%

September 30,

Change

Three Months Ended

THREE MONTHS ENDED SEPTEMBER 30, 2022 AND 2021

CONSOLIDATED RESULTS OF OPERATIONS OF TECHNIPFMC PLC

32

months ended September 30, 2022 and 2021, respectively.

Income (loss) from discontinued operations, net of income taxes, was a loss of $15.3 million and income of $8.4 million for the three

Discontinued Operations

higher tax rates than those of the United Kingdom.

Our effective tax rate can fluctuate depending on our country mix of earnings, since our foreign earnings are generally subject to

mix year over year.

(46.1)%, respectively. The year-over-year increase in the effective tax rate was primarily due to the change in geographical profit

Our provision for income taxes for the three months ended September 30, 2022 and 2021 reflected effective tax rates of 80.0% and

Provision for Income Taxes

same period in 2021, primarily due to the reduction in outstanding debt.

Net interest expense of $30.9 million decreased by $8.4 million in the three months ended September 30, 2022, compared to the

Net Interest Expense

to premium paid and write-off of debt issuance costs in connection with the repurchase of the 2021 Notes.

For the three months ended September 30, 2021, we recognized a $16.0 million loss on early extinguishment of debt, which related

Loss on Early Extinguishment of Debt

details.

Energies. The amounts recognized primarily reflect fair value revaluation gains (losses) of our investment. See Note 10 for further

During the three months ended September 30, 2021, we recorded $28.5 million of income as a result of our investment in Technip

Income from Investment in Technip Energies

impairment of our Magma Global equity method investment.

respectively, from equity method affiliates. During the three months ended September 30, 2021, we recorded a $36.7 million

For the three months ended September 30, 2022 and 2021, we recorded an income of $13.8 million and a loss of $30.0 million,

Income (Loss) from Equity Affiliates

and losses is primarily due to foreign exchange gains and losses from currencies that we cannot hedge.

of other expense, net, which primarily included $6.2 million of net foreign exchange losses. The change in foreign exchange gains

included $14.5 million of net foreign exchange losses. For the three months ended September 30, 2021, we recognized $5.9 million

losses. For the three months ended September 30, 2022, we recognized $10.3 million of other expense, net, which primarily

remeasurement of net cash positions, gains and losses on sales of property, plant and equipment and non-operating gains and

Other income (expense), net, primarily reflects foreign currency gains and losses, including gains and losses associated with the

Other Income (Expense), Net

33

associated with our support functions.

Selling, general and administrative expense decreased by $19.0 million year-over-year, primarily due to a decrease in costs

Selling, General and Administrative Expense

primarily due to the increase in operator activity in North America.

margins in backlog and an increase in installation and services activity. Surface Technologies gross profit decreased year-over-year,

30, 2022, compared to 13.0% in the prior-year period. Subsea gross profit increased year-over-year, as a result of improved

Gross profit (revenue less cost of sales), as a percentage of sales, increased to 13.6% during the nine months ended September

Gross Profit

revenue increased, primarily as a result of the increase in operator activity in North America.

Subsea revenue increased year-over-year, primarily as a result of higher project and services activity. Surface Technologies

Revenue increased by $125.8 million during the nine months ended September 30, 2022, compared to the same period in 2021.

Revenue

Net income (loss) attributable to TechnipFMC plc

$

(69.9)

$

169.0

$

(238.9)

(141.4)

Income from discontinued operations attributable to non-controlling interests

—

(1.9)

1.9

100.0

Loss from discontinued operations

(34.7)

(44.1)

9.4

21.3

Income (loss) from continuing operations attributable to TechnipFMC plc

(35.2)

215.0

(250.2)

(116.4)

interests

(19.4)

(5.5)

(13.9)

(252.7)

Net (income) from continuing operations attributable to non-controlling

Income (loss) from continuing operations

(15.8)

220.5

(236.3)

(107.2)

Provision for income taxes (Note 17)

91.0

71.7

19.3

26.9

Income before income taxes

75.2

292.2

(217.0)

(74.3)

Net interest expense

(92.5)

(109.0)

16.5

15.1

Loss on early extinguishment of debt

(29.8)

(39.5)

9.7

24.6

Income (loss) from investment in Technip Energies (Note 10)

(27.7)

351.8

(379.5)

(107.9)

Income (loss) from equity affiliates (Note 10)

23.5

(9.5)

33.0

347.4

Other income, net

33.5

28.7

4.8

16.7

Total costs and expenses

4,837.8

4,810.5

27.3

0.6

Impairment, restructuring and other expenses (Note 15)

15.1

34.8

(19.7)

(56.6)

Research and development expense

45.1

54.4

(9.3)

(17.1)

Selling, general and administrative expense

454.6

473.6

(19.0)

(4.0)

Cost of sales

4,323.0

4,247.7

75.3

1.8

Costs and expenses

Revenue

$

5,006.0

$

4,880.2

$

125.8

2.6

(In millions, except %)

2022

2021

$

%

September 30,

Change

Nine Months Ended

NINE MONTHS ENDED SEPTEMBER 30, 2022 AND 2021

CONSOLIDATED RESULTS OF OPERATIONS OF TECHNIPFMC PLC

34

30, 2022 and 2021, respectively. See Note 2 for further details.

Loss from discontinued operations, net of income taxes, was $34.7 million and $44.1 million for the nine months ended September

Discontinued Operations

higher tax rates than in the United Kingdom.

Our effective tax rate can fluctuate depending on our country mix of earnings, since our foreign earnings are generally subject to

year over year.

24.5%, respectively. The year-over-year increase in the effective tax rate was primarily due to the change in geographical profit mix

Our provision for income taxes for the nine months ended September 30, 2022 and 2021 reflected effective tax rates of 121.0% and

Provision for Income Taxes

same period in 2021, primarily due to the reduction in outstanding debt.

Net interest expense of $92.5 million decreased by $16.5 million in the nine months ended September 30, 2022, compared to the

Net Interest Expense

repurchase of the 2021 Notes. See Note 12 for further details.

with the repayment of our 3.45% Senior Notes due 2022 and premium paid and write-off of debt issuance costs in connection with

early extinguishment of debt recognized during the nine months ended September 30, 2021 related to premium paid in connection

2022 related to premium paid and write-off of debt issuance costs in connection with the repurchase of the 2021 Notes. Loss on

extinguishment of debt, respectively. Loss on early extinguishment of debt recognized during the nine months ended September 30,

For the nine months ended September 30, 2022 and 2021, we recognized losses of $29.8 million and $39.5 million on early

Loss on Early Extinguishment of Debt

gains (losses) of our investment. See Note 10 for further details.

respectively, as a result of our investment in Technip Energies. The amounts recognized primarily represent fair value revaluation

During the nine months ended September 30, 2022 and 2021, we recorded a $27.7 million loss and $351.8 million of income,

Income (Loss) from Investment in Technip Energies

impairment of our Magma Global equity method investment.

respectively, from equity method affiliates. During the nine months ended September 30, 2021, we recorded a $36.7 million

For the nine months ended September 30, 2022 and 2021, we recorded an income of $23.5 million and a loss of $9.5 million,

Income (Loss) from Equity Affiliates

2022 and 2021, respectively.

losses. The foreign currency impact was a net gain of $13.1 million and $11.2 million for the nine months ended September 30,

remeasurement of net cash positions, gains and losses on sales of property, plant and equipment and non-operating gains and

Other income, net, primarily reflects foreign currency gains and losses, including gains and losses associated with the

Other Income, Net

September 30, 2021. See Note 15 for further details.

primarily related to exiting our operations in Russia and Canada, compared to $34.8 million during the nine months ended

We incurred $15.1 million of impairment, restructuring and other expenses during the nine months ended September 30, 2022,

Impairment, Restructuring and Other Expenses

35

Refer to “Non-GAAP Measures” for further information regarding our segment operating results.

support functions.

Corporate expense decreased by $4.1 million, or 14.0%, year-over-year, primarily due to decreased costs associated with our

Corporate expense

$

(25.2)

$

(29.3)

4.1

14.0

(In millions, except %)

2022

2021

$

%

September 30,

Favorable/(Unfavorable)

Three Months Ended

Corporate Expense

Refer to “Non-GAAP Measures” for further information regarding our segment operating results.

America.

Surface Technologies operating profit increased versus the prior year, primarily due to an increase in operator activity in North

months ended September 30, 2022.

in North America. Revenue outside of North America represented approximately 54.0% of total segment revenue during the three

Surface Technologies revenue increased $50.7 million, or 19.0%, year-over-year, primarily driven by an increase in operator activity

Operating profit as a percentage of revenue

6.0 %

4.5 %

1.5 pts.

Operating profit

$

19.0

$

12.1

6.9

57.0

Revenue

$

318.0

$

267.3

50.7

19.0

(In millions, except % and pts.)

2022

2021

$

%

September 30,

Favorable/(Unfavorable)

Three Months Ended

Surface Technologies

Refer to “Non-GAAP Measures” for further information regarding our segment operating results.

margins in backlog and increased installation and services activity.

Subsea operating profit for the three months ended September 30, 2022 improved versus the prior year, primarily due to improved

Subsea revenue increased $102.9 million or 7.8% year-over-year, primarily due to higher activity in Brazil.

Operating profit as a percentage of revenue

7.4 %

1.8 %

5.6 pts.

Operating profit

$

105.0

$

23.5

81.5

346.8

Revenue

$

1,415.0

$

1,312.1

102.9

7.8

(In millions, except % and pts.)

2022

2021

$

%

September 30,

Favorable/(Unfavorable)

Three Months Ended

Subsea

in computing segment operating profit and are included in corporate items. See Note 5 for further details.

Segment operating profit is defined as total segment revenue less segment operating expenses. Certain items have been excluded

THREE MONTHS ENDED SEPTEMBER 30, 2022 AND 2021

SEGMENT RESULTS OF OPERATIONS OF TECHNIPFMC PLC

36

Refer to “Non-GAAP Measures” for further information regarding our segment operating results.

support functions.

Corporate expense decreased by $11.7 million, or 13.2%, year-over-year, primarily due to decreased costs associated with our

Corporate expense

$

(76.7)

$

(88.4)

11.7

13.2

(In millions, except %)

2022

2021

$

%

September 30,

Favorable/(Unfavorable)

Nine Months Ended

Corporate Expense

Refer to “Non-GAAP Measures” below for more information regarding our segment operating results.

Surface Technologies operating profit decreased year-over-year, primarily due to increase in operator activity in North America.

30, 2022.

Approximately 54.1% of total segment revenue was generated outside of North America during the nine months ended September

Surface Technologies revenue increased by $100.0 million, or 12.7%, primarily driven by an increase in North America activity.

Operating profit as a percentage of revenue

3.7 %

4.2 %

(0.5) pts.

Operating profit

$

32.7

$

33.2

(0.5)

(1.5)

Revenue

$

887.3

$

787.3

100.0

12.7

(In millions, except %)

2022

2021

$

%

September 30,

Favorable/(Unfavorable)

Nine Months Ended

Surface Technologies

Refer to “Non-GAAP Measures” below for more information regarding our segment operating results.

improved margins in backlog and an increased mix of installation and services activities.

Subsea operating profit for the nine months ended September 30, 2022, increased versus the prior year, primarily due to the

Kingdom, which was partially offset by the negative impact of foreign exchange.

Subsea revenue increased by $25.8 million, or 0.6%, primarily due to higher project installation activity in Brazil and the United

Operating profit as a percentage of revenue

6.2 %

3.2 %

3.0 pts.

Operating profit

$

256.1

$

132.9

123.2

92.7

Revenue

$

4,118.7

$

4,092.9

25.8

0.6

(In millions, except %)

2022

2021

$

%

September 30,

Favorable/(Unfavorable)

Nine Months Ended

Subsea

NINE MONTHS ENDED SEPTEMBER 30, 2022 AND 2021

SEGMENT RESULTS OF OPERATIONS OF TECHNIPFMC PLC

37

The following is a reconciliation of the most comparable financial measures under GAAP to the non-GAAP financial measures.

performance prepared in accordance with GAAP.

financial measures should be considered in addition to, not as a substitute for or superior to, other measures of financial

are also used by management as performance measures in determining certain incentive compensation. The foregoing non-GAAP

trends that could otherwise be masked or misleading to both investors and management by the excluded items. These measures

to more effectively evaluate our operations and consolidated results of operations period-over-period, and to identify operating

Management believes that the exclusion of charges and credits from these financial measures enables investors and management

–

Net (debt) cash;

–

Corporate expenses excluding charges and credits; and

(“Adjusted EBITDA”) and Adjusted EBITDA margin;

–

Earnings before net interest expense, income taxes, depreciation and amortization, excluding charges and credits

–

Depreciation and amortization, excluding charges and credits (“Adjusted depreciation and amortization”);

–

Adjusted diluted earnings (loss) per share from continuing operations attributable to TechnipFMC plc;

Adjusted operating profit margin;

–

Income (loss) before net interest expense and taxes, excluding charges and credits (“Adjusted operating profit”) and

measures derived from it;

–

Income (loss) from continuing operations attributable to TechnipFMC plc, excluding charges and credits, as well as

non-GAAP financial measures (as defined in Item 10 of Regulation S-K of the Exchange Act) below:

In addition to financial results determined in accordance with U.S. generally accepted accounting principles (“GAAP”), we provide

NON-GAAP MEASURES

38

\*Includes $36.7 million impairment relating to our equity method investment.

TechnipFMC plc

$

(0.06)

continuing operations attributable to

Adjusted diluted loss per share from

reported

$

(0.09)

operations attributable to TechnipFMC plc, as

Diluted loss per share from continuing

Adjusted financial measures

$

(25.0)

$

1.6

$

12.2

$

55.3

$

44.1

$

96.5

$

140.6

Energies

(28.5)

—

—

—

(28.5)

—

(28.5)

Income from investment in Technip

Restructuring and other charges

6.1

—

(0.1)

—

6.0

—

6.0

Impairment and other charges\*

38.0

—

—

—

38.0

—

38.0

Charges and (credits):

TechnipFMC plc, as reported

$

(40.6)

$

1.6

$

12.3

$

55.3

$

28.6

$

96.5

$

125.1

TechnipFMC plc

operations

income taxes

debt

profit)

amortization

(EBITDA)

attributable to

continuing

Provision for

extinguishment of

(Operating

and

amortization

operations

interests from

on early

income taxes

Depreciation

and

continuing

non-controlling

expense and loss

expense and

depreciation

Loss from

attributable to

Net interest

interest

income taxes,

Income

before net

expense,

Income (loss)

net interest

Earnings before

September 30, 2021

Three Months Ended

TechnipFMC plc

$

0.03

continuing operations attributable to

Adjusted diluted earnings per share from

reported

$

0.01

operations attributable to TechnipFMC plc, as

Diluted earnings per share from continuing

Adjusted financial measures

$

12.7

$

5.7

$

41.8

$

30.9

$

91.1

$

94.5

$

185.6

Restructuring and other charges

4.1

—

(0.9)

—

3.2

—

3.2

Impairment and other charges

3.6

—

—

—

3.6

—

3.6

Charges and (credits):

TechnipFMC plc, as reported

$

5.0

$

5.7

$

42.7

$

30.9

$

84.3

$

94.5

$

178.8

TechnipFMC plc

operations

income taxes

debt

profit)

amortization

(EBITDA)

attributable to

continuing

Provision for

extinguishment of

(Operating

and

amortization

operations

interests from

on early

income taxes

Depreciation

and

continuing

non-controlling

expense and loss

expense and

depreciation

Income from

attributable to

Net interest

net interest

income taxes,

Income

Income before

expense,

net interest

Earnings before

September 30, 2022

Three Months Ended

RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES

CONSOLIDATED RESULTS OF OPERATIONS OF TECHNIPFMC PLC

39

\*Includes $36.7 million impairment relating to our equity method investment.

operations attributable to TechnipFMC plc

$

(0.14)

Adjusted diluted loss per share from continuing

reported

$

0.47

operations attributable to TechnipFMC plc, as

Diluted earnings per share from continuing

Adjusted financial measures

$

(65.5)

$

5.5

$

71.9

$

148.5

$

160.4

$

289.7

$

450.1

Income from Investment in Technip Energies

(351.8)

—

—

—

(351.8)

—

(351.8)

Restructuring and other charges

13.7

—

0.2

—

13.9

—

13.9

Impairment and other charges\*

57.6

—

—

—

57.6

—

57.6

Charges and (credits):

TechnipFMC plc, as reported

$

215.0

$

5.5

$

71.7

$

148.5

$

440.7

$

289.7

$

730.4

TechnipFMC plc

operations

income taxes

debt

profit)

amortization

(EBITDA)

attributable to

continuing

Provision for

extinguishment of

(Operating

and

amortization

operations

interests from

on early

income taxes

Depreciation

and

from continuing

non-controlling

expense and loss

expense and

depreciation

Income (loss)

attributable to

Net interest

net interest

income taxes,

Income

Income before

expense,

net interest

Earnings before

September 30, 2021

Nine Months Ended

\*Includes inventory write-off of approximately $0.9 million.

plc

$

0.02

continuing operations attributable to TechnipFMC

Adjusted diluted earnings per share from

attributable to TechnipFMC plc, as reported

$

(0.08)

Diluted loss per share from continuing operations

Adjusted financial measures

$

8.1

$

19.4

$

91.4

$

122.3

$

241.2

$

284.4

$

525.6

Loss from investment in Technip Energies

27.7

—

—

—

27.7

—

27.7

Restructuring and other charges\*

10.9

—

0.4

—

11.3

—

11.3

Impairment and other charges

4.7

—

—

—

4.7

—

4.7

Charges and (credits):

TechnipFMC plc, as reported

$

(35.2)

$

19.4

$

91.0

$

122.3

$

197.5

$

284.4

$

481.9

TechnipFMC plc

operations

income taxes

debt

profit)

amortization

(EBITDA)

attributable to

continuing

Provision for

extinguishment of

(Operating

and

amortization

operations

interests from

on early

income taxes

Depreciation

and

from continuing

non-controlling

expense and loss

expense and

depreciation

Income (loss)

attributable to

Net interest

net interest

income taxes,

Income

Income before

expense,

net interest

Earnings before

September 30, 2022

Nine Months Ended

40

Adjusted EBITDA margin

13.0 %

12.8 %

10.7 %

Adjusted Operating profit margin

7.7 %

7.1 %

5.3 %

Operating profit margin, as reported

7.4 %

6.0 %

4.9 %

Adjusted EBITDA

$

183.8

$

40.8

$

(24.5)

$

(14.5)

$

185.6

Depreciation and amortization

75.5

18.3

0.7

—

94.5

Adjusted Operating profit (loss)

108.3

22.5

(25.2)

(14.5)

91.1

Subtotal

3.3

3.5

—

—

6.8

Restructuring and other charges

1.4

1.8

—

—

3.2

Impairment and other charges

1.9

1.7

—

—

3.6

Charges and (credits):

Operating profit (loss), as reported (pre-tax)

$

105.0

$

19.0

$

(25.2)

$

(14.5)

$

84.3

Revenue

$

1,415.0

$

318.0

$

—

$

—

$

1,733.0

Subsea

Technologies

Expense

and Other

Total

Surface

Corporate

Exchange, net

Foreign

September 30, 2022

Three Months Ended

RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES

CONSOLIDATED RESULTS OF OPERATIONS OF TECHNIPFMC PLC

41

\*Includes $36.7 million impairment relating to our equity method investment.

Adjusted EBITDA margin

11.2 %

10.6 %

8.9 %

Adjusted Operating profit margin

5.1 %

4.5 %

2.8 %

Operating profit margin, as reported

1.8 %

4.5 %

1.8 %

Adjusted EBITDA

$

146.5

$

28.4

$

(28.1)

$

(6.2)

$

140.6

Depreciation and amortization

79.4

16.3

0.8

—

96.5

Adjusted Operating profit (loss)

67.1

12.1

(28.9)

(6.2)

44.1

Subtotal

43.6

—

0.4

(28.5)

15.5

Income from investment in Technip Energies

—

—

—

(28.5)

(28.5)

Restructuring and other charges

5.6

—

0.4

—

6.0

Impairment and other charges\*

38.0

—

—

—

38.0

Charges and (credits):

Operating profit (loss), as reported (pre-tax)

$

23.5

$

12.1

$

(29.3)

$

22.3

$

28.6

Revenue

$

1,312.1

$

267.3

$

—

$

—

$

1,579.4

Subsea

Technologies

Expense

Exchange, net

Total

Surface

Corporate

Foreign

September 30, 2021

Three Months Ended

42

\*Includes inventory write-off of approximately $0.9 million.

Adjusted EBITDA margin

11.9 %

10.7 %

10.5 %

Adjusted Operating profit margin

6.3 %

4.9 %

4.8 %

Operating profit margin, as reported

6.2 %

3.7 %

3.9 %

Adjusted EBITDA

$

488.8

$

95.2

$

(71.5) $

13.1

$

525.6

Depreciation and amortization

230.2

52.0

2.2

—

284.4

Adjusted Operating profit (loss)

258.6

43.2

(73.7)

13.1

241.2

Subtotal

2.5

10.5

3.0

27.7

43.7

Loss from investment in Technip Energies

—

—

—

27.7

27.7

Restructuring and other charges\*

0.6

7.7

3.0

—

11.3

Impairment and other charges

1.9

2.8

—

—

4.7

Charges and (credits):

Operating profit (loss), as reported (pre-tax)

$

256.1

$

32.7

$

(76.7) $

(14.6)

$

197.5

Revenue

$

4,118.7

$

887.3

$

— $

—

$

5,006.0

Subsea

Technologies

Expense

and Other

Total

Surface

Corporate

Exchange, net

Foreign

September 30, 2022

Nine Months Ended

43

\*Includes $36.7 million impairment relating to our equity method investment.

Adjusted EBITDA margin

10.6 %

10.9 %

9.2 %

Adjusted Operating profit margin

4.8 %

4.7 %

3.3 %

Operating profit margin, as reported

3.2 %

4.2 %

9.0 %

Adjusted EBITDA

$

435.7

$

85.5

$

(82.3) $

11.2

$

450.1

Depreciation and amortization

238.5

48.5

2.7

—

289.7

Adjusted Operating profit (loss)

197.2

37.0

(85.0)

11.2

160.4

Subtotal

64.3

3.8

3.4

(351.8)

(280.3)

Income from investment in Technip Energies

—

—

—

(351.8)

(351.8)

Restructuring and other charges

10.0

3.5

0.4

—

13.9

Impairment and other charges\*

54.3

0.3

3.0

—

57.6

Charges and (credits):

Operating loss, as reported (pre-tax)

$

132.9

$

33.2

$

(88.4) $

363.0

$

440.7

Revenue

$

4,092.9

$

787.3

$

— $

—

$

4,880.2

Subsea

Technologies

Expense

Exchange, net

Total

Surface

Corporate

Foreign

September 30, 2021

Nine Months Ended

44

with GAAP or as an indicator of our operating performance or liquidity.

structure. Net debt should not be considered an alternative to, or more meaningful than, our total debt as determined in accordance

measure that may assist investors in understanding our financial condition and recognizing underlying trends in our capital

non-GAAP financial measure to evaluate our capital structure and financial leverage. We believe net debt is a meaningful financial

Net Debt - Net debt, is a non-GAAP financial measure reflecting total debt, net of cash and cash equivalents. Management uses this

globally and in many operating jurisdictions to best meet the liquidity needs of our global operations.

Most of our cash is managed centrally and flows through centralized bank accounts controlled and maintained by TechnipFMC

LIQUIDITY AND CAPITAL RESOURCES

due to our minority ownership position.

segment. Non-consolidated order backlog reflects the proportional share of backlog related to joint ventures that is not consolidated

Non-consolidated backlog - As of September 30, 2022, we had $508.9 million of non-consolidated order backlog in our Subsea

December 31, 2021.

Surface Technologies - Order backlog for Surface Technologies as of September 30, 2022 increased by $113.1 million compared to

White Rose; Equinor Halten East; Tullow Jubilee South East; Wintershall Maria; and Harbour Talbot.

Energies Mozambique LNG, Lapa NE and Clov 3; ExxonMobil Yellowtail and Payara; Shell Jackdaw and Gumusut; Husky West

2021. Subsea backlog was composed of various subsea projects, including Petrobras Buzios 6, Mero I, Mero II and Marlim; Total

Subsea - Subsea backlog of $7,603.2 million as of September 30, 2022 increased by $1,070.2 million compared to December 31,

Total order backlog

$

8,841.0

$

7,657.7

Surface Technologies

1,237.8

1,124.7

Subsea

$

7,603.2

$

6,533.0

(In millions)

2022

2021

September 30,

December 31,

Order Backlog

date. Backlog reflects the current expectations for the timing of project execution. See Note 4 for further details.

Order backlog - Order backlog is calculated as the estimated sales value of unfilled, confirmed customer orders at the reporting

Total inbound orders

$

1,850.0

$

1,365.9

$

6,236.6

$

4,647.5

Surface Technologies

449.2

249.9

1,014.2

721.4

Subsea

$

1,400.8

$

1,116.0

$

5,222.4

$

3,926.1

(In millions)

2022

2021

2022

2021

September 30,

September 30,

Three Months Ended

Nine Months Ended

Inbound Orders

period.

Inbound orders - Inbound orders represent the estimated sales value of confirmed customer orders received during the reporting

INBOUND ORDERS AND ORDER BACKLOG

45

representing our credit spread is used.

the counterparty’s published credit spread. Portfolios in a liability position are adjusted by the same calculation; however, a spread

incorporated by reducing the derivative’s fair value in asset positions by the result of multiplying the present value of the portfolio by

contract rate and the published market indicative currency rate, multiplied by the contract notional values. Credit risk is then

recurring basis. This approach calculates the present value of the future cash flow by measuring the change from the derivative

The income approach was used as the valuation technique to measure the fair value of foreign currency derivative instruments on a

related to credit risk were not material for any period presented.

net credit differential between the counterparties to the derivative contract. Adjustments to our derivative assets and liabilities

values must also take into account our credit standing, thus including the valuation of the derivative instrument and the value of the

derivative assets and liabilities reflect the fair value of the instruments, including the values associated with counterparty risk. These

For the purposes of mitigating the effect of the changes in exchange rates, we hold derivative financial instruments. Valuations of

Credit Risk Analysis

long-term unsecured, guaranteed debt. See Note 12 for further details regarding our debt.

Notes) and BB for our long-term unsecured debt (the Private Placement notes). Our credit ratings with Moody’s are Ba1 for our

Credit Ratings - Our credit ratings with Standard and Poor’s (“S&P”) are BB+ for our long-term unsecured, guaranteed debt (2021

availability under the Revolving Credit Facility was $804.6 million.

As of September 30, 2022, there were $150.0 million of borrowings and $45.4 million letters of credit outstanding, and our

Availability of borrowings under the Revolving Credit Facility is reduced by the outstanding letters of credit issued against the facility.

Debt and Liquidity

ended September 30, 2022.

activities was primarily due to the decreased debt pay down activity, partially offset by share repurchases during the nine months

million of cash during the nine months ended September 30, 2022 and 2021, respectively. The decrease in cash used by financing

Financing cash flows from continuing operations - Financing activities from continuing operations used $626.8 million and $1,189.3

nine months ended September 30, 2022.

Technip Energies and a decrease in proceeds from sales of assets, partially offset by a decrease in capital expenditures during the

provided by investing activities was primarily due to a $496.0 million decrease in proceeds received from sales of our investment in

million of cash during the nine months ended September 30, 2022 and 2021, respectively. The decrease of $546.5 million in cash

Investing cash flows from continuing operations - Investing activities from continuing operations provided $213.3 million and $759.8

derivative assets and liabilities and timing of income tax refund.

continuing operations was primarily due to timing differences on project milestones, vendor payments for inventory, fluctuations in

continuing operations during the same period in 2021. The decrease of $445.8 million in cash generated by operating activities from

during the nine months ended September 30, 2022, as compared to $231.5 million of cash generated by operating cash flows from

Operating cash flows from continuing operations - We used $214.3 million of cash in operating activities from continuing operations

Cash Flows

Net debt

$

(655.3)

$

(677.5)

Long-term debt, less current portion

(1,134.9)

(1,727.3)

Short-term debt and current portion of long-term debt

(231.9)

(277.6)

Cash and cash equivalents

$

711.5

$

1,327.4

(In millions)

2022

2021

September 30,

December 31,

consolidated balance sheets:

The following table provides a reconciliation of our total debt to net debt, utilizing details of classifications from our condensed

46

commitment to cooperation and transparency with our compliance community in Brazil and globally.

certain enhancements to their compliance programs in Brazil during a two-year self-reporting period, which aligns with our

entered into leniency agreements with both the MPF and the CGU/AGU. We have committed, as part of those agreements, to make

In Brazil, our subsidiaries, Technip Brasil - Engenharia, Instalações E Apoio Marítimo Ltda. and Flexibrás Tubos Flexíveis Ltda.,

corruption program during the term of the DPA.

guilty to one count of conspiracy to violate the FCPA related to conduct in Brazil. We will also provide the DOJ reports on our anti-

conspiracy to violate the FCPA related to conduct in Brazil and with Unaoil. In addition, Technip USA, Inc., a U.S. subsidiary, pled

As part of this resolution, we entered into a three-year Deferred Prosecution Agreement (“DPA”) with the DOJ related to charges of

on our anti-corruption program to the Brazilian and U.S. authorities for two and three years, respectively.

CGU/AGU to resolve these anti-corruption investigations. We will not be required to have a monitor and will, instead, provide reports

On June 25, 2019, we announced a global resolution to pay a total of $301.3 million to the DOJ, the SEC, the MPF, and the

contacted and are cooperating with French authorities (the Parquet National Financier (“PNF”)) about these existing matters.

(“CGU”) and the Attorney General of Brazil (“AGU”)) with their investigation concerning the projects in Brazil and have also

We contacted and cooperated with the Brazilian authorities (Federal Prosecution Service (“MPF”), the Comptroller General of Brazil

respectively. We cooperated with the DOJ in its investigation into potential violations of the FCPA in connection with these projects.

inquired about projects in Ghana and Equatorial Guinea that were awarded to Technip S.A. subsidiaries in 2008 and 2009,

with the DOJ certain other projects performed by Technip S.A. subsidiaries in Brazil between 2002 and 2013. The DOJ has also

and 2007, performed in Brazil by a joint venture company in which Technip S.A. was a minority participant, and we have also raised

In late 2016, Technip S.A. was contacted by the DOJ regarding its investigation of offshore platform projects awarded between 2003

cooperated with the DOJ's investigations and, with regard to FMC Technologies, a related investigation by the SEC.

Corrupt Practices Act (“FCPA”). On March 29, 2016, Technip S.A. also received an inquiry from the DOJ related to Unaoil. We

investigation of whether certain services Unaoil S.A.M. provided to its clients, including FMC Technologies, violated the U.S. Foreign

On March 28, 2016, FMC Technologies received an inquiry from the U.S. Department of Justice (“DOJ”) related to the DOJ's

OTHER MATTERS

estimates.

estimates. During the nine months ended September 30, 2022, there were no changes to our identified critical accounting

Refer to our Annual Report on Form 10-K for the year ended December 31, 2021 for a discussion of our critical accounting

CRITICAL ACCOUNTING ESTIMATES

awards.

recertifications. Projected capital expenditures do not include any contingent capital that may be needed to respond to contract

expectations for capital expenditures for 2022 by $50.0 million to approximately $180.0 million, primarily due to the timing of vessel

Our capital expenditures can be adjusted and managed to match market demand and activity levels. We have reduced our

We believe our liquidity continues to exceed the level required to meet our requirements and plans for cash for the next 12 months.

We are committed to a strong balance sheet and ample liquidity that will enable us to access capital markets throughout the cycle.

Financial Position Outlook

to post collateral for derivative positions in a liability position.

At this time, we have no credit-risk-related contingent features in our agreements with the financial institutions that would require us

companies in the same industry, of similar size, and with the same credit rating. See Note 18 for further details.

Our credit spread, and the credit spread of other counterparties not publicly available, are approximated using the spread of similar

47

materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

There were no changes in our internal control over financial reporting during the three months ended September 30, 2022 that have

Changes in Internal Controls over Financial Reporting

procedures were effective as of September 30, 2022.

Based upon this evaluation, our Chief Executive Officer and Chief Financial Officer have concluded that our disclosure controls and

effectiveness of our disclosure controls and procedures, as defined in Rule 13a-15(e) and 15d-15(e) under the Exchange Act.

As of September 30, 2022, under the direction of our Chief Executive Officer and Chief Financial Officer, we have evaluated the

Evaluation of Disclosure Controls and Procedures

ITEM 4. CONTROLS AND PROCEDURES

exposure to market risk has not changed materially since December 31, 2021.

Qualitative Disclosures About Market Risk,” in our Annual Report on Form 10-K for the year ended December 31, 2021. Our

For quantitative and qualitative disclosures about market risk affecting the Company, see Part II, Item 7A, “Quantitative and

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

we could be subject to criminal proceedings in France, the outcome of which cannot be predicted.

material adverse impact on our business, results of operations, and financial condition. If we cannot reach a resolution with the PNF,

programs. Any of these measures, if applicable to us, as well as potential customer reaction to such measures, could have a

circumstances including, but not limited to, fines, penalties, confiscations and modifications to business practices and compliance

a broad range of potential sanctions under anti-corruption laws and regulations that it may seek to impose in appropriate

There is no certainty that a settlement with PNF will be reached or that the settlement will not exceed current accruals. The PNF has

this provision.

continue our discussions with PNF towards a potential resolution of all of these matters, the amount of a settlement could exceed

would support a finding of liability with respect to these projects, or whether the PNF would seek any additional penalty. As we

Additionally, the PNF recently informed us that it is reviewing historical projects in Angola. We are not aware of any evidence that

remain committed to finding a resolution with the PNF and will maintain a $70.0 million provision related to this investigation.

To date, the investigation by PNF related to historical projects in Equatorial Guinea and Ghana has not reached a resolution. We

Administrative Order, pursuant to which we paid the SEC $5.1 million, which was included in the global resolution of $301.3 million.

In September 2019, the SEC approved our previously disclosed agreement in principle with the SEC Staff and issued an

48

None.

ITEM 5. OTHER INFORMATION

None.

ITEM 4. MINE SAFETY DISCLOSURES

None.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

cost of $50.1 million at an average price of $8.57 per share.

outstanding ordinary shares through open market purchases. For the three months ended September 30, 2022, we repurchased 5,833,451 shares for a total

(a)

In July 2022, we announced a repurchase plan approved by our Board of Directors authorizing up to $400.0 million to repurchase shares of our issued and

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Total

$

8.57

41,357,370

5,833,451

5,833,451

September 1, 2022—September 30, 2022

2,143,007 $

8.82

2,143,007

41,357,370

August 1, 2022—August 31, 2022

3,690,444 $

8.43

3,690,444

45,089,163

July 1, 2022—July 31, 2022

— $

—

—

—

Period

Purchased

(a)

Share

Programs

Programs

Shares

Paid per

Announced Plans or

Under the Plans or

Total Number of

Average Price

Part of Publicly

Yet Be Purchased

Shares Purchased as

of Shares That May

Total Number of

Maximum Number

ISSUER PURCHASES OF EQUITY SECURITIES

The following table summarizes repurchases of our ordinary shares during the three months ended September 30, 2022:

We had no unregistered sales of equity securities during the three months ended September 30, 2022.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

I, Item 1A of our Annual Report on Form 10-K for the year ended December 31, 2021.

As of the date of this filing, there have been no material changes or updates to our risk factors that were previously disclosed in Part

ITEM 1A. RISK FACTORS

cash flows.

resolution of these matters will not have a material adverse effect on our consolidated financial position, results of operations or

outcome of these actions because of their inherent uncertainty. However, management believes that the most probable, ultimate

service quality and ownership arrangements, including certain put or call options. Management is unable to predict the ultimate

disputes can involve our agents, suppliers, clients and joint venture partners and can include claims related to payment of fees,

We are involved in various pending or potential legal actions or disputes in the ordinary course of our business. These actions and

ITEM 1. LEGAL PROCEEDINGS

PART II — OTHER INFORMATION

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\* Indicates a management contract or compensatory plan or arrangement.

104

Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

101.PRE

Inline XBRL Taxonomy Extension Presentation Linkbase Document.

101.LAB

Inline XBRL Taxonomy Extension Label Linkbase Document.

101.DEF

Inline XBRL Taxonomy Extension Definition Linkbase Document.

101.CAL

Inline XBRL Taxonomy Extension Calculation Linkbase Document.

101.SCH

Inline XBRL Taxonomy Extension Schema Document.

the Inline XBRL document.

101.INS

XBRL Instance Document – the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within

32.2\*

Certification of Chief Financial Officer Under Section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. 1350.

32.1\*

Certification of Chief Executive Officer Under Section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. 1350.

31.2

Certification of Chief Financial Officer Pursuant to Rule 13a-14(a) and Rule 15d-14(a).

31.1

Certification of Chief Executive Officer Pursuant to Rule 13a-14(a) and Rule 15d-14(a).

Exhibit Number

Exhibit Description

ITEM 6. EXHIBITS

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Date: October 28, 2022

(Chief Accounting Officer and a Duly Authorized Officer)

Senior Vice President, Controller and Chief Accounting Officer

Krisztina Doroghazi

/s/ Krisztina Doroghazi

(Registrant)

TechnipFMC plc

behalf by the undersigned thereunto duly authorized.

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its

SIGNATURES

(Principal Executive Officer)

Executive Chairman and Chief Executive Officer

Douglas J. Pferdehirt

/s/ DOUGLAS J. PFERDEHIRT

Date: October 28, 2022

internal control over financial reporting.

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant’s

and

are reasonably likely to adversely affect the registrant’s ability to record, process, summarize and report financial information;

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which

functions):

reporting, to the registrant’s auditors and the audit committee of the registrant’s board of directors (or persons performing the equivalent

5.

The registrant’s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial

affected, or is reasonably likely to materially affect, the registrant’s internal control over financial reporting; and

registrant’s most recent fiscal quarter (the registrant’s fourth fiscal quarter in the case of an annual report) that has materially

(d) Disclosed in this report any change in the registrant’s internal control over financial reporting that occurred during the

such evaluation; and

about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on

(c) Evaluated the effectiveness of the registrant’s disclosure controls and procedures and presented in this report our conclusions

financial statements for external purposes in accordance with generally accepted accounting principles;

under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed

known to us by others within those entities, particularly during the period in which this report is being prepared;

our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under

13a-15(f) and 15d-15(f)) for the registrant and have:

defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules

4.

The registrant’s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as

respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

3.

Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material

period covered by this report;

make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the

2.

Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to

1.

I have reviewed this quarterly report on Form 10-Q for the period ended September 30, 2022 of TechnipFMC plc (the “registrant”);

I, Douglas J. Pferdehirt, certify that:

OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED

PURSUANT TO RULE 13A-14(A) AND RULE 15D-14(A)

CERTIFICATION OF CHIEF EXECUTIVE OFFICER

Exhibit 31.1

(Principal Financial Officer)

Executive Vice President and Chief Financial Officer

Alf Melin

/s/ ALF MELIN

Date: October 28, 2022

internal control over financial reporting.

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant’s

and

are reasonably likely to adversely affect the registrant’s ability to record, process, summarize and report financial information;

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which

functions):

reporting, to the registrant’s auditors and the audit committee of the registrant’s board of directors (or persons performing the equivalent

5.

The registrant’s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial

affected, or is reasonably likely to materially affect, the registrant’s internal control over financial reporting; and

registrant’s most recent fiscal quarter (the registrant’s fourth fiscal quarter in the case of an annual report) that has materially

(d) Disclosed in this report any change in the registrant’s internal control over financial reporting that occurred during the

such evaluation; and

about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on

(c) Evaluated the effectiveness of the registrant’s disclosure controls and procedures and presented in this report our conclusions

financial statements for external purposes in accordance with generally accepted accounting principles;

under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed

known to us by others within those entities, particularly during the period in which this report is being prepared;

our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under

13a-15(f) and 15d-15(f)) for the registrant and have:

defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules

4.

The registrant’s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as

respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

3.

Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material

period covered by this report;

make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the

2.

Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to

1.

I have reviewed this quarterly report on Form 10-Q for the period ended September 30, 2022 of TechnipFMC plc (the “registrant”);

I, Alf Melin, certify that:

OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED

PURSUANT TO RULE 13A-14(A) AND RULE 15D-14(A)

CERTIFICATION OF CHIEF FINANCIAL OFFICER

Exhibit 31.2

(Principal Executive Officer)

Executive Chairman and Chief Executive Officer

Douglas J. Pferdehirt

/s/ DOUGLAS J. PFERDEHIRT

Date: October 28, 2022

Company.

(b) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the

and

Commission (the “Report”), fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended;

(a) The Quarterly Report on Form 10-Q of the Company for the period ended September 30, 2022, as filed with the Securities and Exchange

U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to my knowledge:

I, Douglas J. Pferdehirt, Executive Chairman and Chief Executive Officer of TechnipFMC plc (the “Company”), do hereby certify, pursuant to 18

ACT OF 2002, 18 U.S.C. SECTION 1350

UNDER SECTION 906 OF THE SARBANES-OXLEY

CERTIFICATION OF CHIEF EXECUTIVE OFFICER

Exhibit 32.1

(Principal Financial Officer)

Executive Vice President and Chief Financial Officer

Alf Melin

/s/ ALF MELIN

Date: October 28, 2022

Company.

(b) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the

and

Commission (the “Report”), fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended;

(a) The Quarterly Report on Form 10-Q of the Company for the period ended September 30, 2022, as filed with the Securities and Exchange

Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to my knowledge:

I, Alf Melin, Executive Vice President and Chief Financial Officer of TechnipFMC plc (the “Company”), do hereby certify, pursuant to 18 U.S.C.

ACT OF 2002, 18 U.S.C. SECTION 1350

UNDER SECTION 906 OF THE SARBANES-OXLEY

CERTIFICATION OF CHIEF FINANCIAL OFFICER

Exhibit 32.2