# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number 3235-0287 Estimated average burden hours per response

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <sup>®</sup> NETHERLAND JOSEPH H						2. Issuer Name and Ticker or Trading Symbol FMC TECHNOLOGIES INC [FTI]								(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 07/29/2003									Officer (g below)	ive title				
200 E RANDOLPH DRIVE															Cl	EO and	l Presi	ident		
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi Line)	6. Individual or Joint/Group Filing (Check Applicable Line)					
CHICAGO IL 60601														X		•	•	orting Pers		
(City)	(Sta	te)	(Zip)											Form filed by More than One Reporting Person				ording		
		Tal	ole I - N	on-Der	ivat	ive \$	Securit	ies A	cqı	uired, C	Disp	osed of	f, or Ben	eficially	Owned					
1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day							2A. Deemed Execution Date, if any (Month/Day/Yea		,	Code (Instr.		4. Securities Acquired Disposed Of (D) (Instr. and 5)			5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
										Code	v	Amount	(A) or (D)	Price	Reported Transactio (Instr. 3 an		linsu	. 4)	(1150. 4)	
			Table								•	,	Beneficia securities		ed					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution any (Month/Da	Date, if Ti	ransaci ode (Ir		5. Number Derivative Securities Acquired Disposed (Instr. 3, 4	(A) or of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)			nd	7. Title and A Securities Ur Derivative Se and 4)	derlying	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				c	ode	v	(A)		Date Exe	e ercisable	Exp Dat	piration re	Title	Amount or Numb of Shares	nount Transaction(s) Number (Instr. 4)					
Phantom Stock Units	\$0.00 <sup>(1)</sup>	07/29/2003 <sup>(2)</sup>	07/29/2	9/2003 A			1,142.51		08/	08/1988 <sup>(2)</sup>	08/	08/1988 <sup>(2)</sup>	Common Stock	0.00(3)	\$2.95 <sup>(4)</sup>	121,3	67.88	D		

#### Explanation of Responses:

1. N/A

2. Acquisition of Phantom Stock Units (in an exempt transaction) under the FMC Technologies, Inc. Non-Qualified Savings and Investment Plan (NQ Plan) resulting from matching contribution by issuer. Phantom Stock Units are payable in cash following termination or retirement of the reporting person's employment with FMC Technologies, Inc., or death.

3. A participant's interest in the NQ Plan is represented in units (referred to as Phantom Stock Units) which consist of phantom shares of FMC Technologies, Inc. Common Stock and uninvested cash balances held by the NQ Plan for administrative convenience.

### 4. Denotes Unit Price

Remarks:

By: By: James L. Marvin

\*\* Signature of Reporting Person

07/30/2003 Date

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

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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