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

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported)

February 28, 2005

FMC TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-16489
(Commission
File Number)

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

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

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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SECTION 7 – Regulation FD**ITEM 7.01 REGULATION FD DISCLOSURE.**

Representatives from FMC Technologies, Inc. will address attendees at the Banc of America Securities Energy Forum in London, England on March 1, 2005. Presenters at this conference will include Joseph H. Netherland, Chairman, President and Chief Executive Officer and William H. Schumann, III, Senior Vice President and Chief Financial Officer.

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

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

(c) Exhibits:

- 99.1 Slides for the FMC Technologies, Inc. presentation at the Banc of America Securities Energy Forum in London, England on March 1, 2005

Exhibit 99.1 to this report contains non-GAAP financial measures as defined in Item 10 of Regulation S-K of the Securities Exchange Act of 1934, as amended. Management reports its financial results in accordance with generally accepted accounting principles ("GAAP"). However, management believes that certain non-GAAP performance measures utilized for internal analysis provide financial statement users meaningful comparisons between current and prior period results, as well as important information regarding performance trends. These non-GAAP financial measures may be inconsistent with similar measures provided by other companies. Non-GAAP financial measures should be viewed in addition to, and not as an alternative for, the Company's reported results.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

FMC TECHNOLOGIES, INC.

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

Date: February 28, 2005



2005

Presenters:

Joseph H. Netherland
Chairman, President and CEO

William H. Schumann
Sr. Vice President & CFO

Director of Investor Relations

Maryann T. Seaman
(312) 861-6414 Chicago
(281) 591-4080 Houston
maryann.seaman@fmcti.com

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

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

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

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

FMC Technologies At A Glance

2004 Revenue: \$2.8 Billion

FMC Technologies is a global leader in the design, manufacture and supply of mission-critical technology for the energy, food and airport industries

2004 Revenue

- Subsea Trees
- Surface Wellheads
- Manifolds
- Control Systems
- Floating Production Systems
- Separation Systems



Energy Systems

71%

- Fluid Control
- Loading Systems
- Measurement Solutions



Airport Systems

10%

- Loaders
- Deicers
- Boarding Bridges
- Rampsnake



FoodTech

19%

- Citrus Extractors
- Freezing Systems
- Food Processing Systems



FMC Technologies

Strong Financial Results

Energy Systems Drives Growth



■ Airport ■ FoodTech ■ Energy Systems



¹ See Appendix IV for reconciliation of 2001 adjusted segment operating profit (non GAAP measure) to U.S. GAAP.

² See Appendix III for reconciliation of 2004 adjusted segment operating profit (non GAAP measure) and 2004 adjusted income per diluted share (non GAAP measure) to U.S. GAAP.

³ See Appendix I for reconciliation of 2001 adjusted income per diluted share (non GAAP measure) to U.S. GAAP.

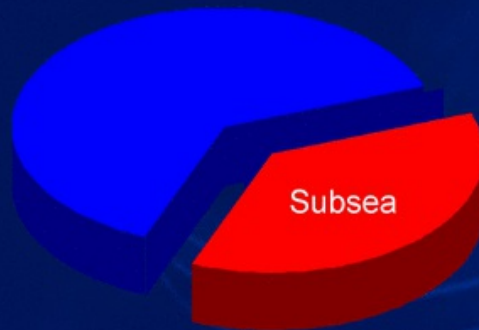
⁴ Amounts represent income per diluted share before the cumulative effect of an accounting change.

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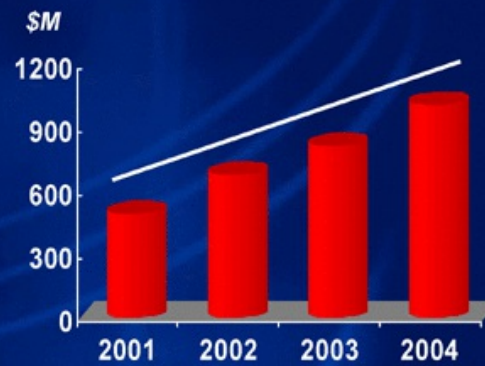
Subsea Production Systems

Our Largest And Fastest Growing Business

2004 Revenues

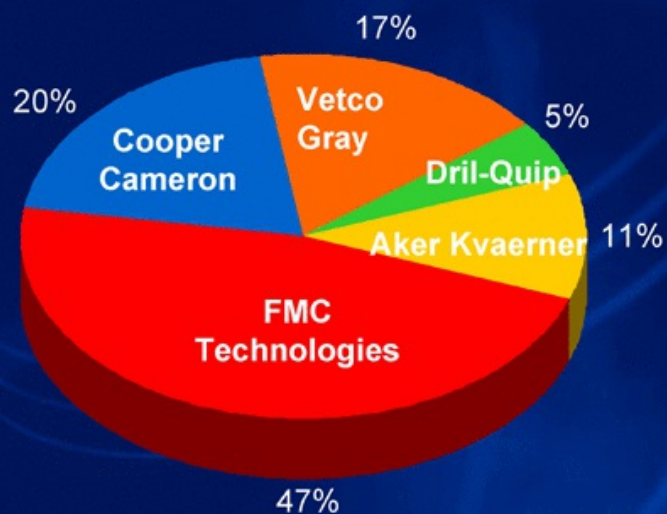


Subsea Revenue



Subsea Tree Orders

Tree Market Share – 2004



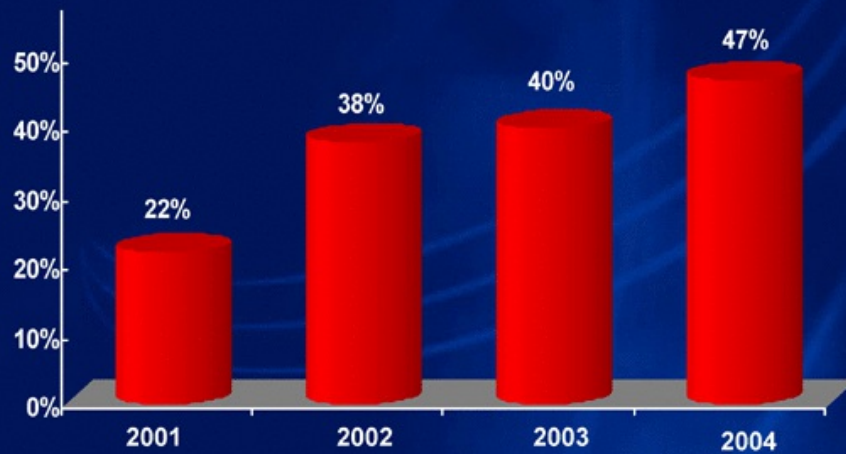
Source: Quest Offshore Resources, Inc. February 2005

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Subsea Tree Orders

Tree Market Share 2001 Thru 2004

Tree Market Share

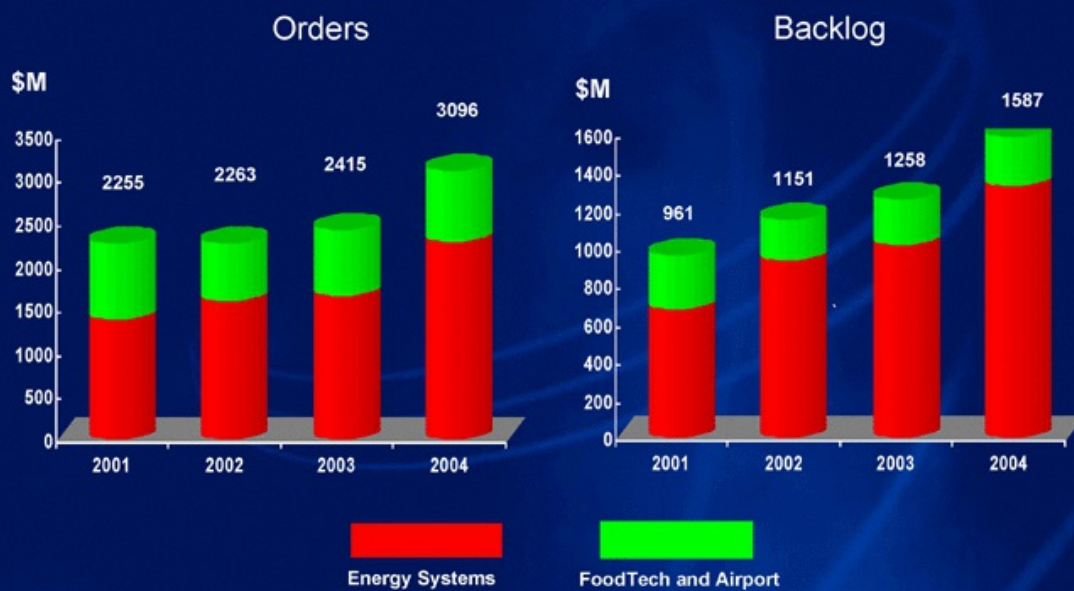


Source: Quest Offshore Resources, Inc.

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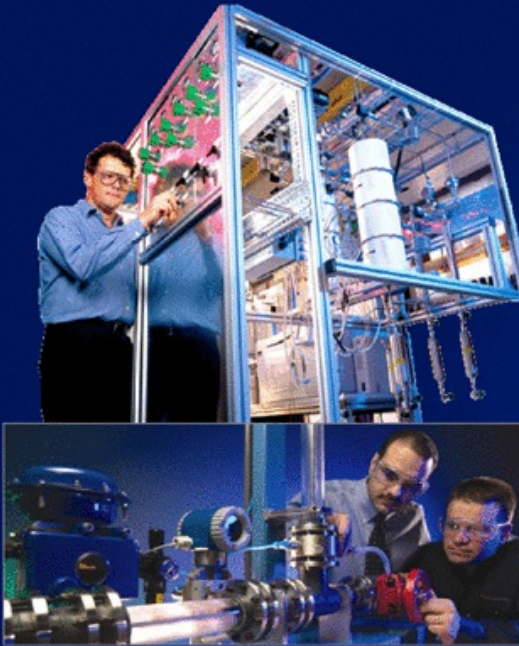
Order Backlog

Backlog continues to grow on the strength of subsea



FMC Technologies

FMC Technologies



- Leading technology and industry positions across major product lines
- Leader in growing subsea and deepwater market
- Proven track record of growth with high return on capital

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Leading Industry Positions

Energy Production Systems

		Industry Position
Subsea	Kongsberg	1
Surface Products		2
Floating Production Systems	SOFEC	2

Leading Industry Positions

Energy Processing Systems

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

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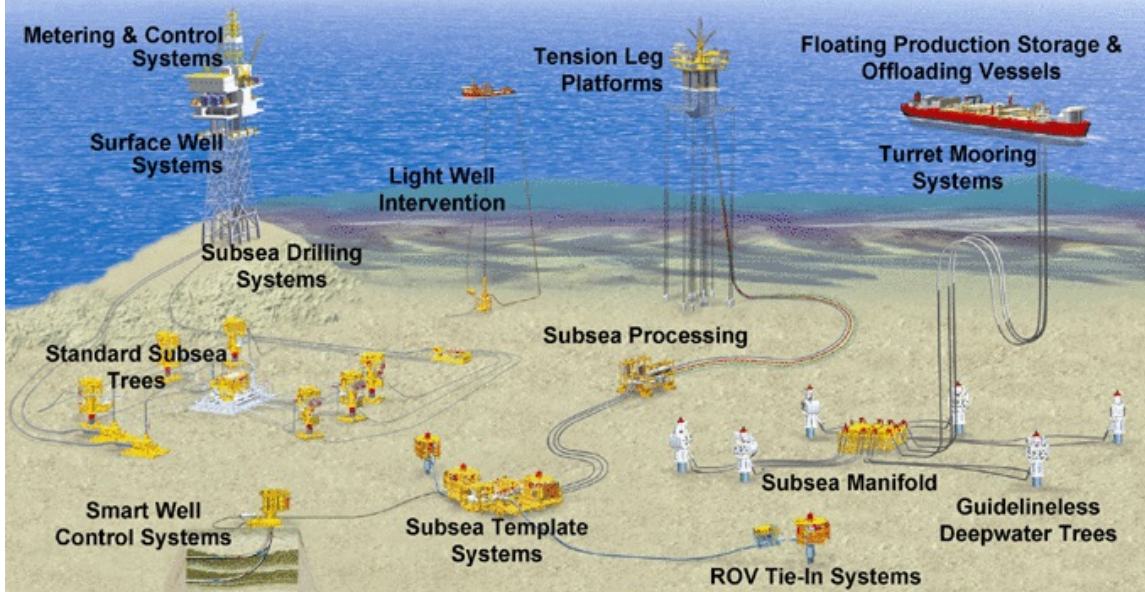
- Leading technology and industry positions across major product lines
- Leader in growing subsea and deepwater market
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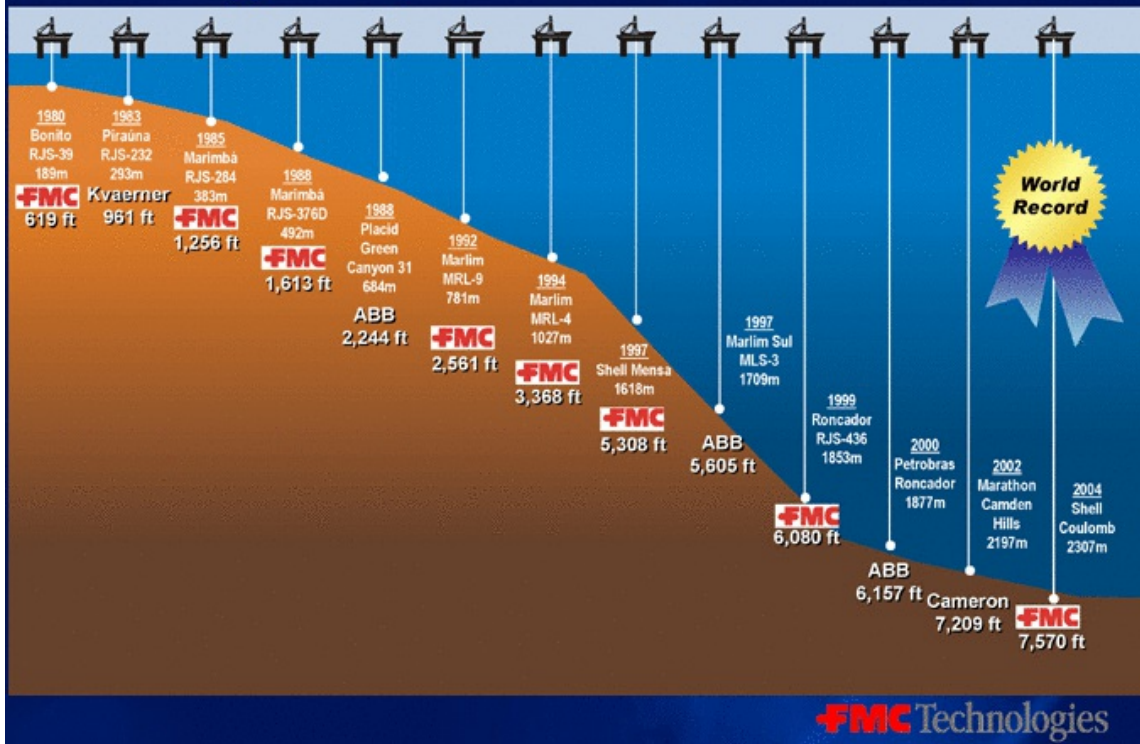
Leading Deepwater/Subsea Position

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

Offshore Capabilities



Strong Deepwater Track Record



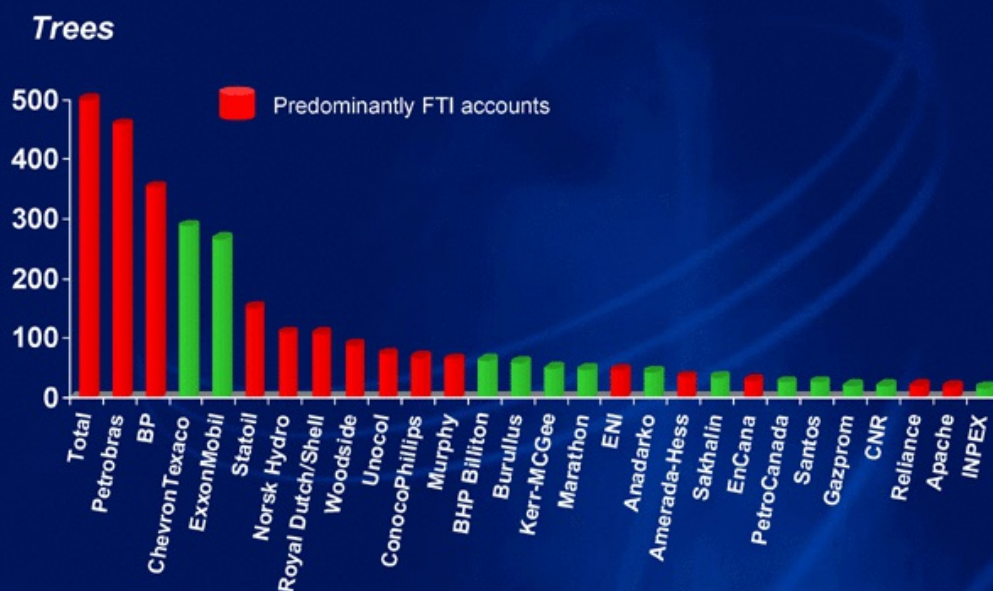
OTC Technology Award Winning Projects

FTI supplied the equipment on 7 out of 8

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

Well Positioned With Major Subsea Operators

Subsea Completions 2004 To 2009E



Source: Quest Offshore Resources, Inc.

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FMC Technologies

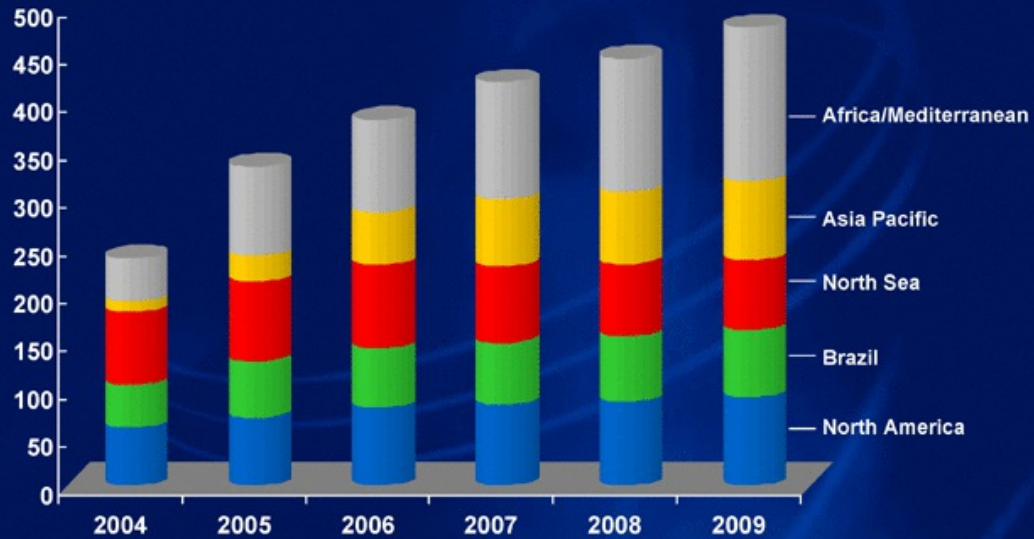


- Leading technology and industry positions across major product lines
- Leader in growing subsea and deepwater market
- Proven track record of growth with high return on capital

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Subsea Tree Installations

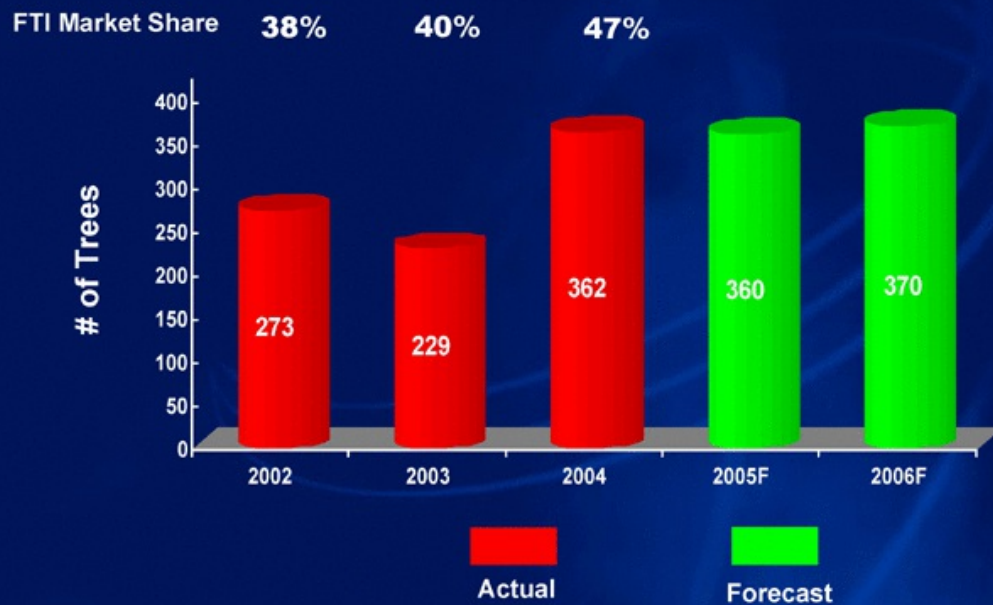
of Trees



Source: Quest Offshore Resources, Inc. - 4Q04 Normalized Case

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Subsea Tree Awards



Source: Quest Offshore Resources, Inc. February 2005 Base Case

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Large Projects Anticipated to be Awarded In The Next 18 Months

Operator	Development	Subsea Trees	Operator	Development	Subsea Trees
<i>Gulf of Mexixo</i>			<i>Asia Pacific</i>		
Anadarko	Atwater	35-40	Reliance	KG-DG	10-15
Murphy	Frontrunner	5-10	BG	Poinsetta	10-15
BHBP	Shenzi	30-35			
<i>West Africa/Med</i>			<i>Brazil</i>		
Total	Akpo	35-40	Chevron Texaco	Frade	15-20
Woodside	TIOF	5-10			
Chevron Tex	Agbami	35-40	<i>North Sea</i>		
Total	Moho	10-15	Statoil	Tyrihans	15-20
Exxon Mobil	Kizomba C	15-20			
Exxon Mobil	BOSI	15-20			
ENI	Bouri	15-20			

EPS Compound Annual Growth Has Exceeded 17% Per Year

(unaudited)



¹See Appendix I for reconciliation of 2001 quarterly income per diluted share (non-GAAP measure) to U.S. GAAP and a reconciliation of 2004 quarterly adjusted income per diluted share (non-GAAP measure) to U.S. GAAP. Amounts represent income per diluted share before the cumulative effect of an accounting change. EPS is computed independently for each of the periods presented: accordingly, the sum of the quarterly EPS amounts may not agree to the total year.

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Strong Cash Flow Has Reduced Net Debt

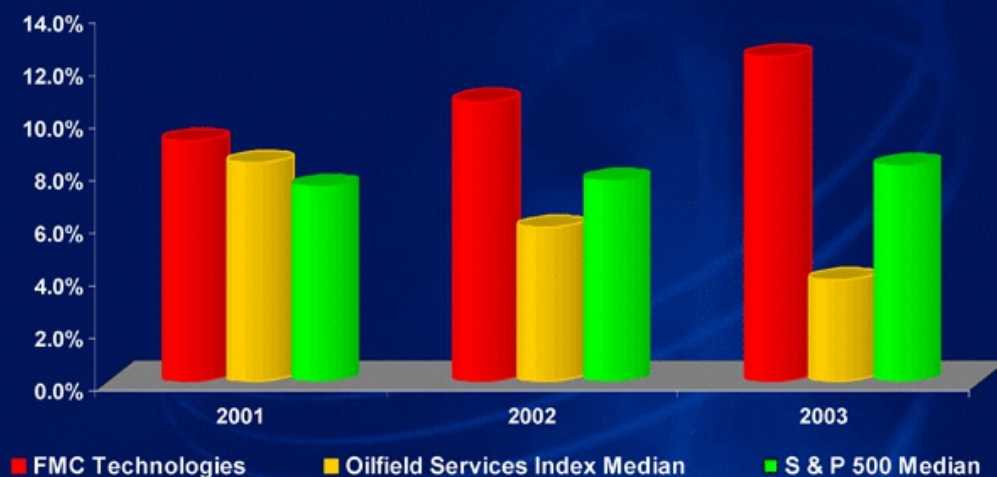
(in millions)



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

FMC Technologies

Return On Investment



Return on Investment (ROI) is calculated as income before the cumulative effect of changes in accounting principles plus after-tax interest expense as a percentage of total average debt and equity. The calculation of 2001 ROI uses adjusted income (non-GAAP measure). See Appendix II.

FMC Technologies

In Summary

A “New” Oilfield Services Company with

- Demonstrated Earnings Growth
- Strong and Continued Cash Flow
 - Acquisitions and Share Repurchase
- High Return on Capital

Driven by Subsea / Offshore Capabilities

- High Barriers to Entry (Technology / Alliances)
- High Growth
- Platform for Added Products / Services

Appendix I

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

2001

	Q1 2001*	Q2 2001 *	Q3 2001	Q4 2001	FY 2001
Income per diluted share before cumulative effect of a change in accounting principle (GAAP basis)	\$ (0.06)	\$ 0.15	\$ 0.15	\$ 0.30	\$ 0.55
Less: Pro forma incremental interest expense	(0.04)	(0.03)	-	-	(0.07)
Add back:					
Restructuring and asset impairment charges	0.10	-	0.06	-	0.16
Income Taxes related to separation from FMC	0.05	0.06	0.02	-	0.13
Other	0.01	0.01	-	-	-
Adjusted income per diluted share (a non GAAP Measure)	<u>\$ 0.06</u>	<u>\$ 0.19</u>	<u>\$ 0.23</u>	<u>\$ 0.30</u>	<u>\$ 0.77</u>

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

2004

	Q1 2004	Q2 2004	Q3 2004	Q4 2004	FY 2004
Income per diluted share (GAAP basis)	\$ 0.20	\$ 0.35	\$ 0.32	\$ 0.81	\$ 1.68
Less: Gain on conversion of investment in MODEC International LLC	-	-	-	(0.51)	(0.52)
Add back:					
Goodwill impairment	-	-	-	0.09	0.09
Adjusted income per diluted share (a non-GAAP measure)	<u>\$ 0.20</u>	<u>\$ 0.35</u>	<u>\$ 0.32</u>	<u>\$ 0.39</u>	<u>\$ 1.25</u>

Appendix II

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

Year Ended December 31,

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

Appendix III

Reconciliation of Non-GAAP measures (as required by Regulation G)
(In millions, except per share amounts)

	<u>FY 2004</u>
Segment operating profit- Energy Systems (GAAP basis)	\$ 98.5
Add back: Goodwill impairment	6.5
Adjusted segment operating profit - Energy Systems (a non-GAAP measure)	<u>\$ 105.0</u>
Income per diluted share (GAAP basis)	\$ 1.68
Less: Gain on conversion of investment in MODEC International LLC	(0.52)
Add back: Goodwill impairment	0.09
Adjusted income per diluted share (a non-GAAP measure)	<u>\$ 1.25</u>

Appendix IV

Reconciliation of Non-GAAP measures (as required by Regulation G)
(In millions, except per share amounts)

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