

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

FMC TECHNOLOGIES, INC.
(Exact Name of Registrant as Specified in its Charter)

DELAWARE
(State of Incorporation or Organization) 36-4412642
(IRS Employer Identification Number)

200 EAST RANDOLPH DRIVE
CHICAGO, ILLINOIS
(Address of Principal Executive Offices) 60601
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box:

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box:

SECURITIES ACT REGISTRATION STATEMENT FILE NUMBER TO
WHICH THIS FORM RELATES: 333-55920

SECURITIES TO BE REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:

TITLE OF EACH CLASS TO BE SO REGISTERED	NAME OF EACH EXCHANGE ON WHICH EACH CLASS IS TO BE REGISTERED
COMMON STOCK, PAR VALUE \$.01 PER SHARE	NEW YORK STOCK EXCHANGE
PREFERRED SHARE PURCHASE RIGHTS	NEW YORK STOCK EXCHANGE

SECURITIES TO BE REGISTERED PURSUANT TO SECTION 12(g) OF THE ACT:

NONE
(Title of Each Class)

ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

A description of FMC Technologies, Inc.'s common stock, par value \$.01 per share, and the associated preferred share purchase rights, which will trade together with the common stock until the occurrence of certain events, is set forth under "Description of Capital Stock" in FMC Technologies' Registration Statement on Form S-1 (File No. 333-55920), filed with the Securities and Exchange Commission on February 20, 2001, as amended, including any form of prospectus contained therein filed pursuant to Rule 424(b) under the Securities Act of 1933, which description is incorporated herein by reference.

ITEM 2. EXHIBITS.

1. Registrant's Amended and Restated Certificate of Incorporation (incorporated by reference to Exhibit 3.1 to Registrant's Registration Statement on Form S-1, as amended).
2. Registrant's Amended and Restated Bylaws (incorporated by reference to Exhibit 3.2 to Registrant's Registration Statement on Form S-1, as amended).
3. Form of Specimen Certificate for Registrant's Common Stock (incorporated by reference to Exhibit 4.1 to Registrant's Registration Statement on Form S-1, as amended).
4. Form of Preferred Share Purchase Rights Agreement (incorporated by reference to Exhibit 4.2 to Registrant's Registration Statement on Form S-1, as amended).

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SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereto duly authorized.

FMC TECHNOLOGIES, INC.

Dated: May 11, 2001

By: /s/ Steven H. Shapiro

Name: Steven H. Shapiro
Title: Vice President and Secretary

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