

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Beitler Bradley D.</u>  (Last) (First) (Middle) ONE ST. PAUL'S CHURCHYARD  (Street) LONDON X0 EC4M 8AP  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TechnipFMC plc [ FTI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, Technology and R&amp;D</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/17/2017</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Ordinary Shares	01/17/2017		A		106,317.38	A	(1)	106,317.38	D	
Ordinary Shares	01/17/2017		A		6,669.5418	A	(1)	6,669.5418	I	By Qualified 401(k) Plan

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Phantom Stock Units	(2)	01/17/2017		A		23,290		(3)	(3)	Ordinary Shares <sup>(4)</sup>	23,290	(2)	23,290	D	

**Explanation of Responses:**

- Pursuant to the Business Combination Agreement, dated as of June 14, 2016 (the "BCA"), by and among the Issuer, FMC Technologies, Inc. ("FMCTI") and Technip S.A. ("Technip"), each share of FMCTI common stock beneficially owned by the Reporting Person at the effective time of the transactions contemplated by the BCA was exchanged for 1.00 ordinary share of the Issuer.
- Pursuant to the Business Combination Agreement, FMCTI Phantom Stock Units were converted into an equal number of units consisting of phantom shares over an equal number of ordinary shares of the Issuer and uninvested cash balances held by the NQ Plan.
- Phantom Stock Units are payable in cash following termination or retirement of the reporting person's employment with the Issuer, or death.
- A participant's interest in the NQ Plan is represented in units (referred to as Phantom Stock Units) which consists of phantom shares of the Issuer's ordinary shares and uninvested cash balances held by the NQ Plan.

**Remarks:**

Lisa P. Wang, Attorney-In-Fact 01/18/2017

\*\* Signature of Reporting Person 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.