## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number 3235-0287 Estimated average burden hours per response: 0.5

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 Add Nutt Jay A.	•	ng Person <sup>*</sup>		2. Issuer Name <b>an</b> e FMC TECHI		0,	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 1803 GEARS ROAD				3. Date of Earliest 02/23/2012	Transaction (M	onth/Day/Year)	x	Officer (give title below) Vice Presiden	Other	(specify /)		
(Street) HOUSTON TX 77067 (City) (State) (Zip)		)67	4. If Amendment, E	Date of Original	Filed (Month/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>						
		Table	I - Non-Derivat	tive Securities	Acquired,	Disposed of, or Benefi	cially	Owned				
1. Title of Security (Instr. 3) 2. Transaction			2. Transaction	2A. Deemed	3. Transaction	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4, 3		5. Amount of	6. Ownership	7. Nature		

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		Disposed Of	f (D) (Ins	tr. 3, 4 and 5)	Securities Beneficially Owned	Form: Direct (D) or Indirect (I)	of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)	
Common Stock	02/23/2012		A		7,924	A	\$52.1	111,816.3	D		
Common Stock	02/23/2012		A		2,399	A	\$52.1	114,215.3	D		
Common Stock	02/24/2012		S		10,000	D	<b>\$</b> 52.0359 <sup>(1)</sup>	104,215.3	D		
Common Stock								27,798.1558	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)	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (In	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exer Expiration D (Month/Day/	ate	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	Amount or Number of Shares				
Phantom Stock Units	<b>\$0.0000</b> <sup>(2)</sup>	02/24/2012		A		91.233		(3)	(3)	Common Stock <sup>(4)</sup>	91.233	\$27.66	28,631.711	D	

## Explanation of Responses:

1. Represents the weighted average trading price of the shares sold. The trading range for these shares was \$52.03 to \$52.06. The reporting person will provide full information regarding the number of shares sold at each separate price upon request by the Securities Exchange Commission, the issuer or a security holder of the issuer.

2. N/A

3. Phantom Stock Units are payable in cash following termination or retirement of the reporting person's employment with FMC Technologies, Inc., or death.

4. 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.

**Remarks:** 

jaynutt2012.txt

Jeffrey Carr, Attorney-In-Fact 02/27/2012

\*\* 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.

December 1, 2011
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549-0001
Re: FMC Technologies, Inc. - Power of Attorney
To whom it may concern:
This will confirm that I have granted each of the individuals listed below the
authority to, on my behalf, execute and file the Initial Statement of Beneficial
Ownership of Securities (Form 3), the Statement of Changes in Beneficial
Ownership of Securities (Form 4) and the Annual Statement of Changes in
Beneficial Ownership (Form 5), as my Attorney In Fact.
Such power of attorney shall remain in full force and effect until either (i) I
am no longer subject to the reporting requirements under Section 16 of the
Securities Act of 1933, as amended or (ii) I have provided you with written
notice withdrawing this authority.

The individuals who are authorized to act as my Attorney-In-Fact under this Power of Attorney are as follows:

Jeffrey W. Carr Lisa P. Wang Robert A. Pool Robert Quintanilla James T. Sullivan Mark D. Wolf

This Power of Attorney is effective immediately upon filing with the Securities and Exchange Commission and, for purposes of my future Form 4 and Form 5 filings, replaces and revokes all other Powers of Attorney previously filed by me.

Sincerely,

/s/ Jay A. Nutt