

Important Information for Investors and Securityholders

Forward-Looking Statements

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companies; international, national or local economic, social or political conditions that could adversely affect the companies or their clients; conditions in the credit markets; risks associated with assumptions the parties make in connection with the parties’ critical accounting estimates and legal proceedings; and the parties’ international operations, which are subject to the risks of currency fluctuations and foreign exchange controls.

All of our forward-looking statements involve risks and uncertainties (some of which are significant or beyond our control) and assumptions that could cause actual results to differ materially from our historical experience and our present expectations or projections. You should carefully consider the foregoing factors and the other risks and uncertainties that affect the parties’ businesses, including those described in FMC Technologies’ (“FMC Technologies”) Annual Report on Form 10-K, Quarterly Reports on Form 10-Q, Current Reports on Form 8-K and other documents filed from time to time by FMC Technologies and TechnipFMC with the United States Securities and Exchange Commission (the “SEC”) and those described in Technip S.A.’s (“Technip”) annual reports, registration documents and other documents filed from time to time with the French financial markets regulator (*Autorité des marchés financiers* or the “AMF”). We wish to caution you not to place undue reliance on any forward-looking statements, which speak only as of the date hereof. We undertake no obligation to publicly update or revise any of our forward-looking statements after the date they are made, whether as a result of new information, future events or otherwise, except to the extent required by law.

No Offer or Solicitation

This communication is not intended to and does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy or an invitation to purchase or subscribe for any securities or the solicitation of any vote in any jurisdiction pursuant to the proposed transactions or otherwise, nor shall there be any sale, issuance or transfer of securities in any jurisdiction in contravention of applicable law. No offer of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act and applicable European regulations. Subject to certain exceptions to be approved by the relevant regulators or certain facts to be ascertained, the public offer will not be made directly or indirectly, in or into any jurisdiction where to do so would constitute a violation of the laws of such jurisdiction, or by use of the mails or by any means or instrumentality (including without limitation, facsimile transmission, telephone and the internet) of interstate or foreign commerce, or any facility of a national securities exchange, of any such jurisdiction.

**Additional Information**

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**OTHER RELEVANT DOCUMENTS FILED OR TO BE FILED WITH THE SEC, IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY CONTAIN OR WILL CONTAIN IMPORTANT INFORMATION ABOUT FMC TECHNOLOGIES, TECHNIP, TECHNIPFMC, THE PROPOSED TRANSACTIONS AND RELATED MATTERS.** Investors and stockholders can obtain free copies of the definitive proxy statement/prospectus and other documents filed with the SEC by the parties through the website maintained by the SEC at [www.sec.gov](http://www.sec.gov). In addition, investors and stockholders can obtain free copies of the definitive proxy statement/prospectus and other documents filed with the SEC on FMC Technologies’ website at [www.fmctechnologies.com](http://www.fmctechnologies.com) (for documents filed with the SEC by FMC Technologies) or on Technip’s website at [www.technip.com](http://www.technip.com) (for documents filed with the SEC by Technip).

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Participants in the Solicitation

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stockholders of FMC Technologies and Technip, respectively, in connection with the proposed transactions, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in the definitive proxy statement/prospectus filed with the SEC. Information regarding FMC Technologies’ directors and executive officers is contained in FMC Technologies’ Annual Report on Form 10-K for the year ended December 31, 2015 and its Proxy Statement on Schedule 14A, dated March 25, 2016, which are filed with the SEC and can be obtained free of charge from the sources indicated above. Information regarding Technip’s directors and executive officers is contained in Technip’s Annual Report for the year ended December 31, 2015 filed with the AMF and can be obtained free of charge from the sources indicated above.

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# **TechnipFMC:** Leading Integrated Solutions Provider for the Oil and Gas Industry

*Roadshow  
October 31<sup>st</sup> to November 10<sup>th</sup>, 2016*



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# Meeting Attendees

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*Thierry  
Pilenko*

- **Current Role:**  
Chairman and Chief Executive Officer of Technip
- **Future Role:** Executive Chairman of TechnipFMC



*Douglas  
Pferdehirt*

- **Current Role:**  
President and Chief Executive Officer of FMC Technologies
- **Future Role:**  
Chief Executive Officer of TechnipFMC



*Maryann  
Mannen*

- **Current Role:**  
Chief Financial Officer of FMC Technologies
- **Future Role:**  
Chief Financial Officer of TechnipFMC







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- 1 Transaction Update
  - 2 Market Update
  - 3 Combining Forces to Create an Integrated Industry Leader
  - 4 TechnipFMC – Strong Financial Profile





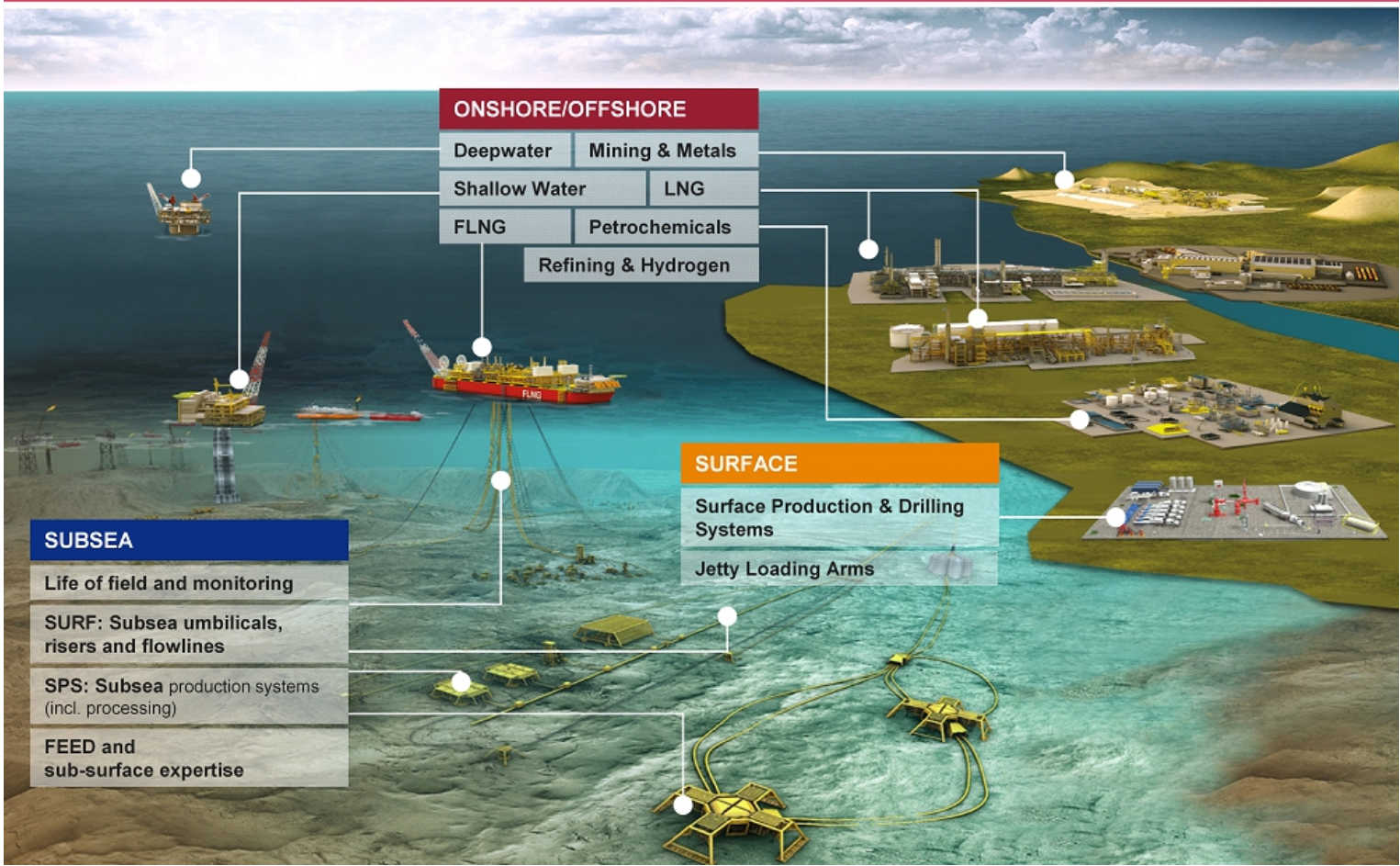
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## ***Section 1:*** **Transaction Update**





# TechnipFMC: Broadest Portfolio of Solutions for the Production and Transformation of Oil and Gas







# Key Terms of the Transaction

All-Stock Merger	Transaction Structure	<ul style="list-style-type: none"><li>▪ TechnipFMC incorporated in the U.K.</li><li>▪ U.S. reverse triangular merger for FMC Technologies and European cross-border merger for Technip</li></ul>
	Listing	<ul style="list-style-type: none"><li>▪ Shares listed on the NYSE and Euronext Paris with TechnipFMC seeking inclusion in S&amp;P 500 and CAC40 indices</li></ul>
	Transaction Terms	<ul style="list-style-type: none"><li>▪ At closing, each share of Technip common stock will be converted into 2.0 ordinary shares of TechnipFMC and each common share of FMC Technologies will be exchanged for 1.0 ordinary share of TechnipFMC</li><li>▪ It is anticipated that immediately following completion of the mergers, former FMC Technologies stockholders will own approximately 49.1% of TechnipFMC on a fully diluted basis and former Technip stockholders will own approximately 50.9% of TechnipFMC on a fully diluted base</li></ul>
Clear Leadership and Balanced Governance	Management and Corporate Governance	<ul style="list-style-type: none"><li>▪ <b>Management team</b><ul style="list-style-type: none"><li>– Executive Chairman – Thierry Pilenko</li><li>– Chief Executive Officer – Doug Pferdehirt</li><li>– Chief Financial Officer – Maryann Mannen</li><li>– Chief Operating Officer – Julian Waldron</li></ul></li><li>▪ Board: 14 members with an equal number of historical FMC Technologies and Technip Directors</li></ul>
	Headquarters	<ul style="list-style-type: none"><li>▪ Headquarters in Paris, Houston and London</li></ul>
Timeline to Closing	Achieved Approvals	<ul style="list-style-type: none"><li>▪ Antitrust approvals in the U.S., Turkey, India, Russia, Mexico and Australia<sup>(1)</sup></li><li>▪ Work council consultation process in Europe</li><li>▪ S-4 declared effective</li><li>▪ CFIUS and MINEFI</li></ul>
	Next Steps	<ul style="list-style-type: none"><li>▪ Conclusion of antitrust review in remaining countries<sup>(2)</sup>, other approvals and customary closing conditions</li><li>▪ Shareholders' votes for both Technip and FMC Technologies on December 5, 2016</li><li>▪ Closing expected early 2017</li></ul>



<sup>(1)</sup> In addition, clearance from Australian's Foreign Investment Review Board  
<sup>(2)</sup> EU and Brazil



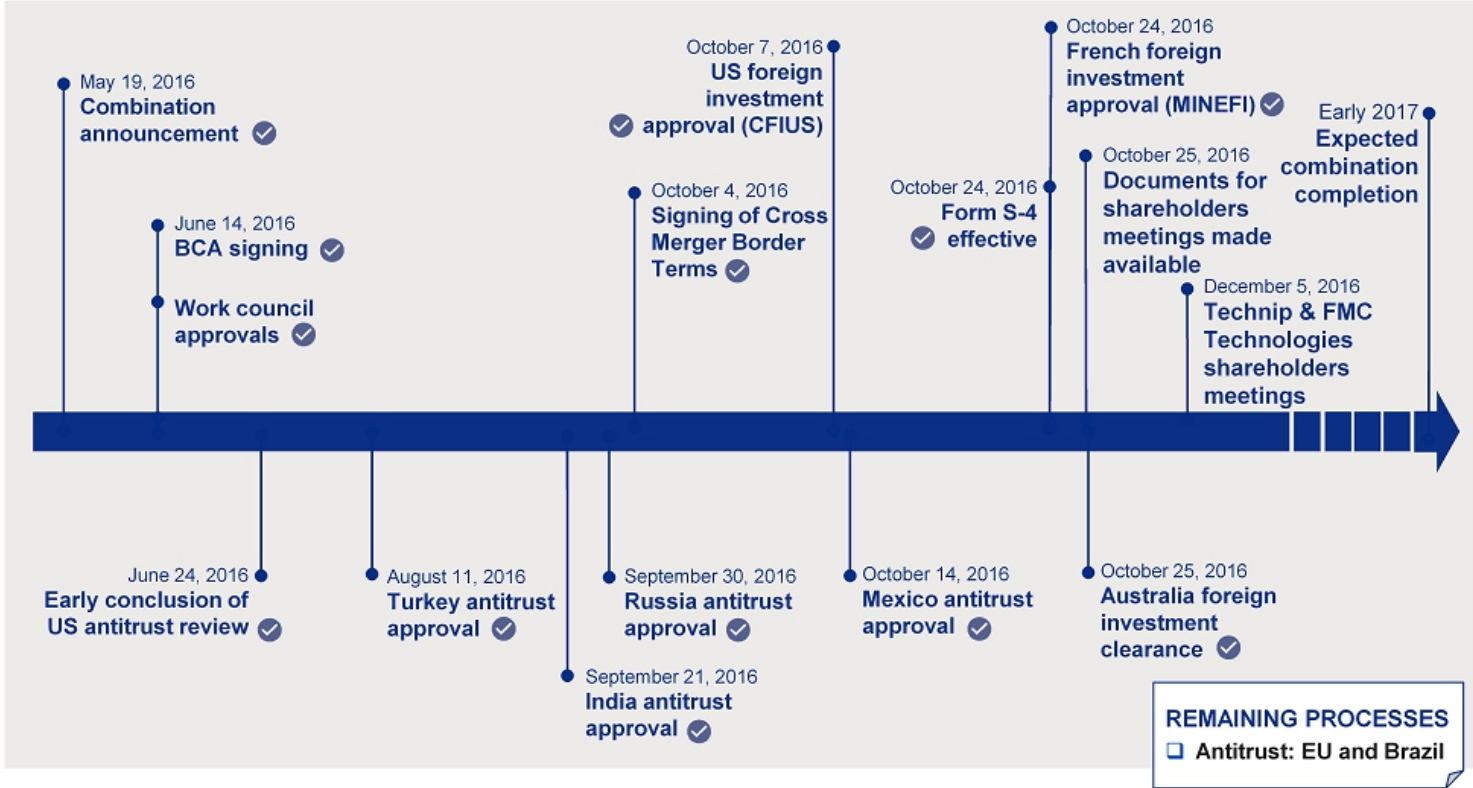


# The Future Executive Leadership Team







# Good Progress on Technip and FMC Technologies Merger Process





# Upcoming Shareholders’ Vote on the Proposed Combination

Technip and FMC Technologies shareholders to vote on the proposed combination at their respective shareholders meetings

		
Shareholders meeting	GENERAL SHAREHOLDERS MEETING / SPECIAL SHAREHOLDERS MEETING <sup>(1)</sup> December 5 <sup>th</sup> , 2016	SPECIAL MEETING OF STOCKHOLDERS <sup>(2)</sup> December 5 <sup>th</sup> , 2016
Agenda	Vote on the proposed merger of Technip with TechnipFMC, the future holding company of the combined group Vote on the removal of double voting rights	Vote on the proposed combination of Technip and FMC Technologies
Respective Board of Directors recommendation	“FOR”	“FOR”

(1) Technip shareholders are urged to refer to the documents made available on Technip’s website in connection with the extraordinary general meeting of shareholders and the special meeting of shareholders with double voting rights

(2) FMCTI stockholders are urged to refer to the combined proxy statement of FMC Technologies regarding the special meeting and registration statement of TechnipFMC on Form S-4 (which was declared effective by the United States Securities and Exchange Commission on October 24, 2016) and to the definitive combined proxy statement and registration statement which will be mailed to them





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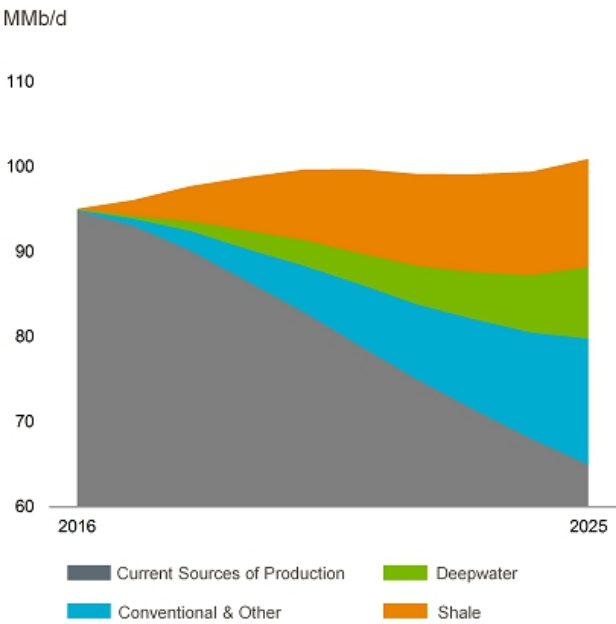
## Section 2: Market Update





# Offshore Remains Critical to the Future...

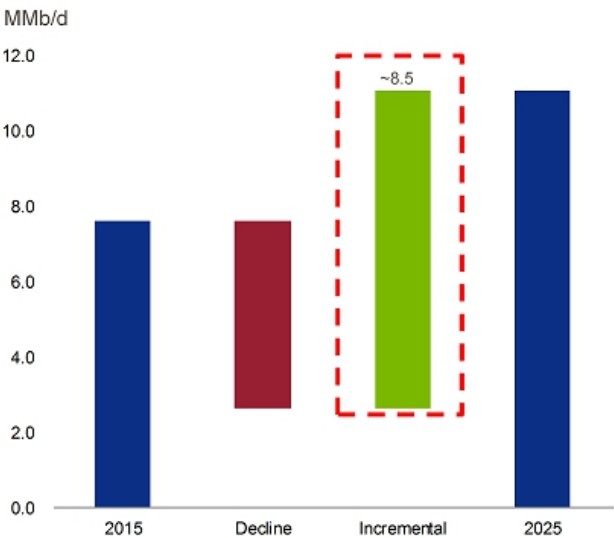
~36 Million Barrels / Day of Incremental Production  
Required by 2025e...



Source: Rystad Energy Supply Study; October 2016



...With a Large Portion to Come from Deepwater



Source: Rystad Energy Supply Study, FMC Technologies; October 2016

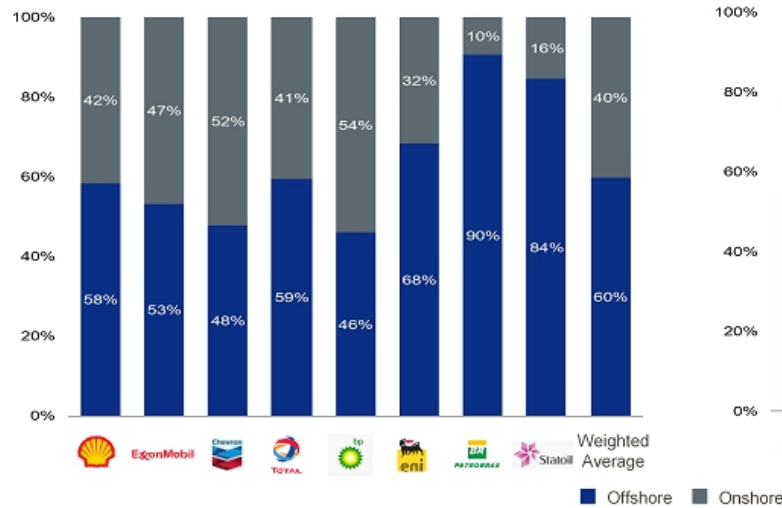




# ...and It Accounts for Majority of Majors' Production

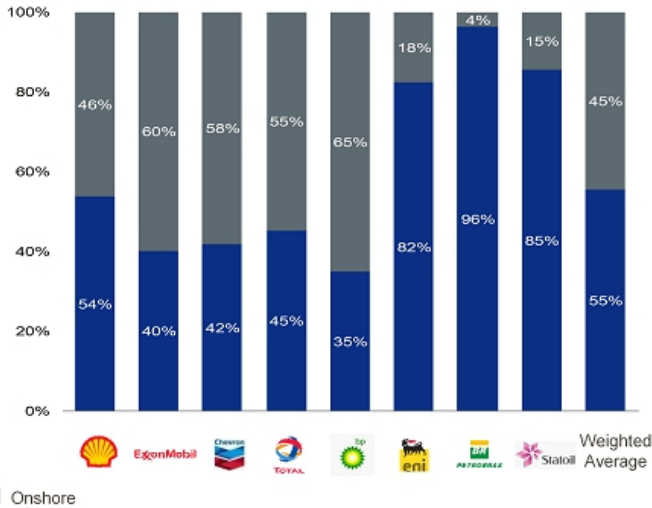
## Offshore Contributes Significantly to Majors' Production...

2016 Production by Classification (%) <sup>(1)</sup>



## ...While More Than 50% of the Majors' 2P Reserves Remaining Is Offshore

Remaining 2P Reserves by Classification (%) <sup>(1)</sup>



Source Wood Mackenzie

<sup>1</sup> Production and proved reserves as of 2Q 2016



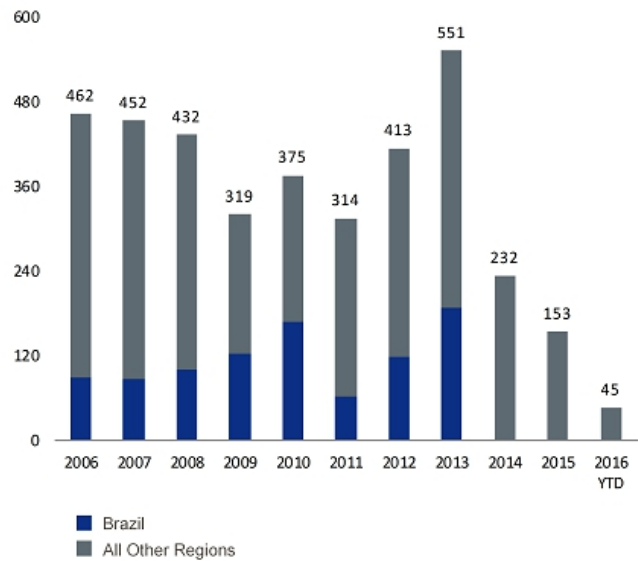


# SPS and SURF Remain Critical Components of Offshore Development

SPS and SURF components represent up to 1/3<sup>rd</sup> of deepwater development costs and remain well-positioned for a market recovery given the importance of offshore production to future hydrocarbon supply

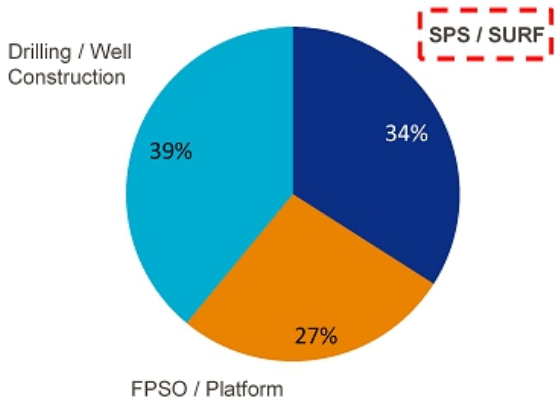
## Strong History of Subsea Tree Orders

Subsea Tree Orders by Region 2006-2016 YTD (Trees)



Source: Quest Offshore

## SPS / SURF is One of the Largest Component of Project Costs



Source: Morgan Stanley Research, FMCTI Internal Analysis







# TechnipFMC Will Be Best Positioned to Seize Opportunities Across Upstream and Downstream





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**Section 3:**  
**Combining Forces to Create an Integrated  
Industry Leader**





# Combining Forces to Create an Integrated Industry Leader

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## TechnipFMC Will Do More

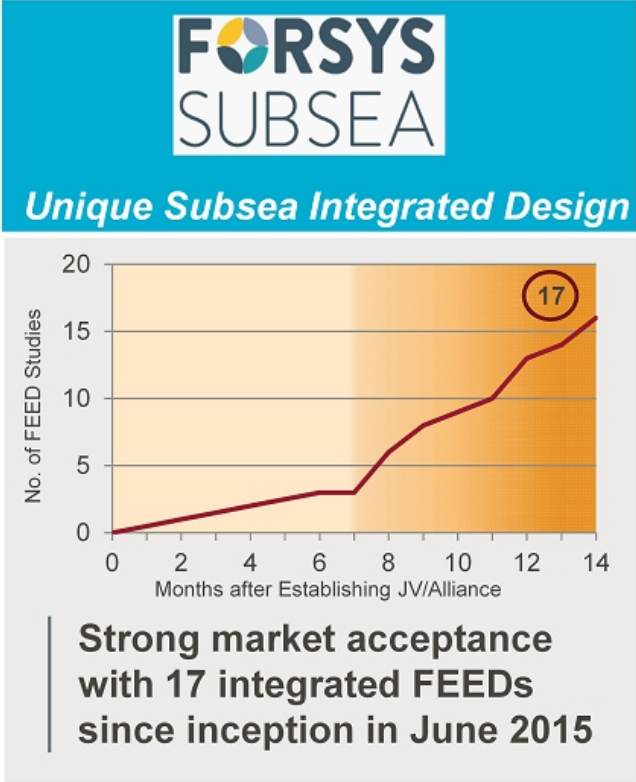
- Create a unique contracting model
- Accelerate and integrate technology innovation
- Deliver both a lower project cost and operating structure
- Develop integrated offerings beyond subsea

Increasing interest in the integrated model as clients grasp unique capabilities generated by the TechnipFMC combination





# Supported by Most Recent Achievements of the Alliance



**ALLIANCE**



*take it further.*

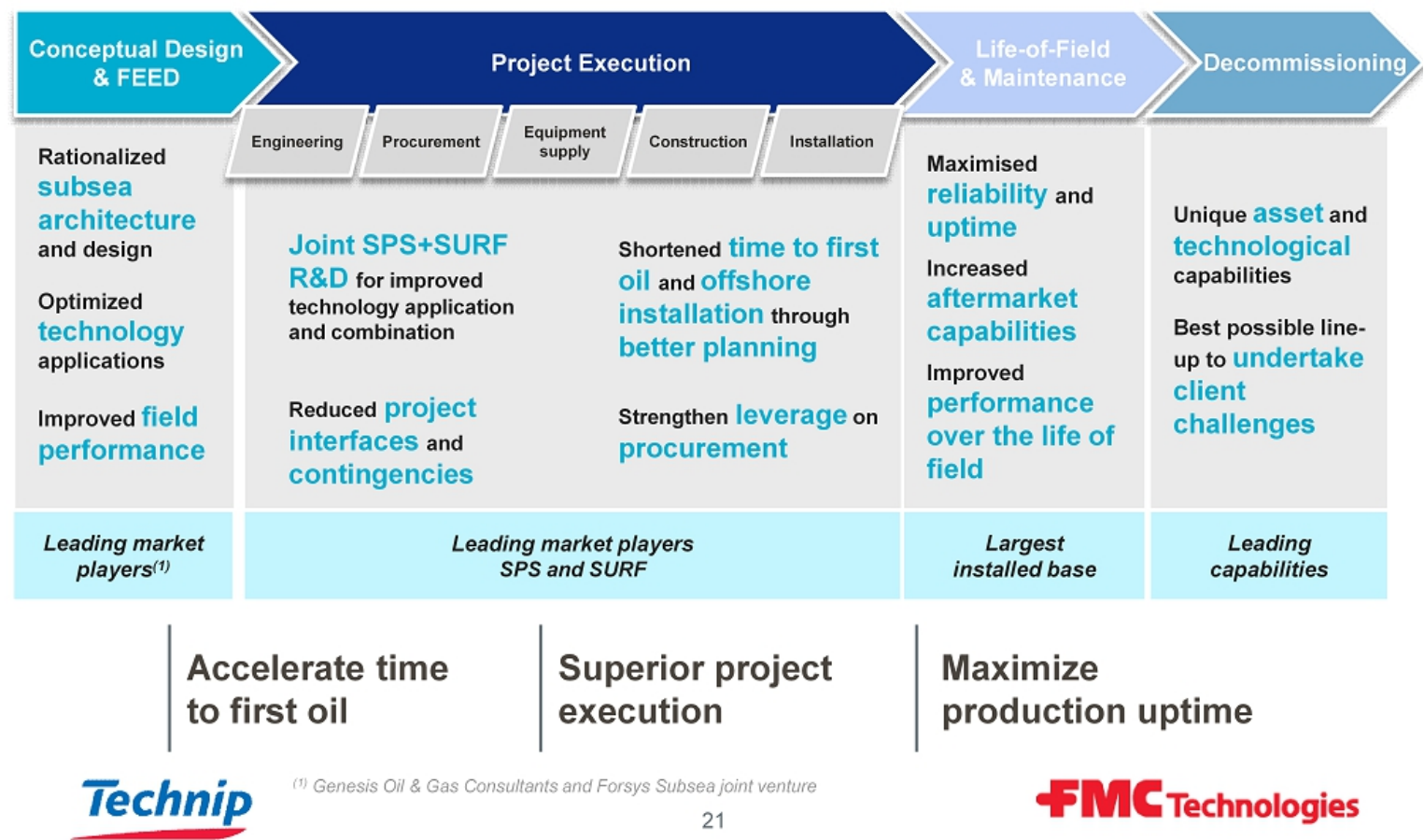
**First Alliance Award**

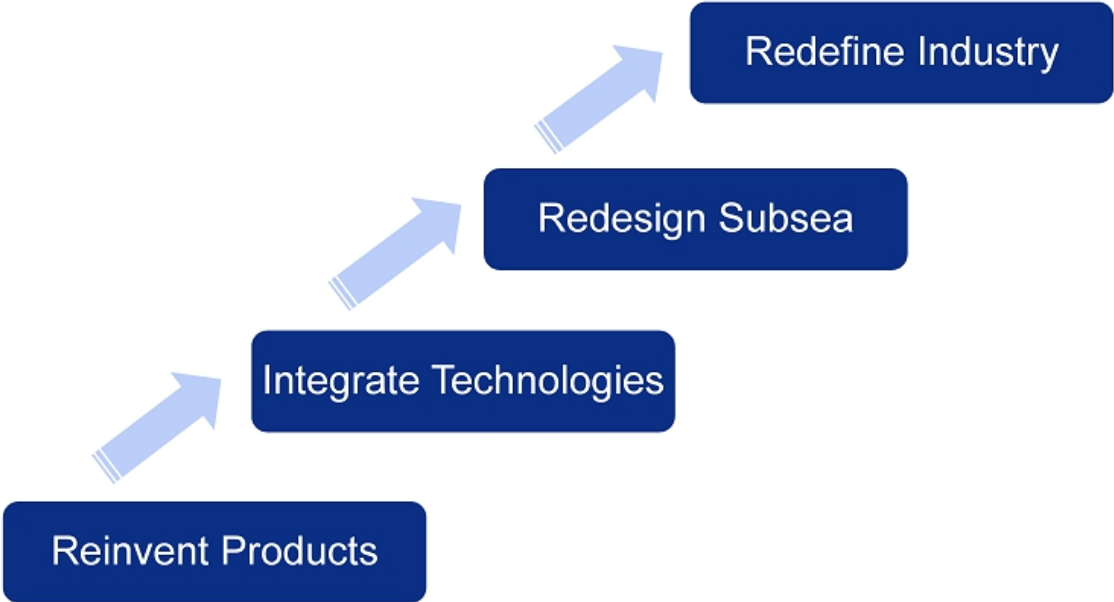
- **Client: Hurricane**
- **Alliance selected as exclusive provider of subsea solutions for the Lancaster EPS<sup>(1)</sup> and for subsequent development of the Greater Lancaster Area**

**Unique leadership: Integrated SPS+SURF solutions**



# TechnipFMC is the Sole Player Offering Full Suite of Capabilities









- Reduce product complexity with proprietary technology
- Create differentiated products that focus on deliverability and installability
- Case Study: Traditional versus Compact Subsea Manifold
  - Simplicity – 50% fewer parts
  - Deliverability – 50% schedule reduction
  - Installability – 50% less weight

# Integrate Complementary Technologies



Subsea processing



ETH PiP<sup>(1)</sup>



Increased  
efficiency



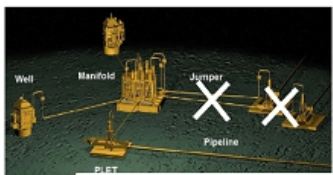
Connector



Flexible pipe



Optimized  
connectivity



Manifold



Direct Tie-In

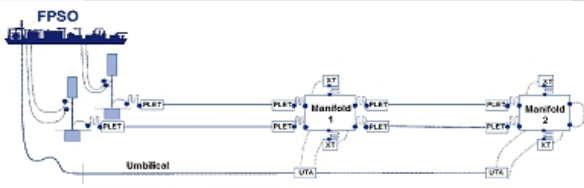


Simplified  
architecture



# Redesign Subsea Through Integrated Approach

Traditional Approach



Enhancements

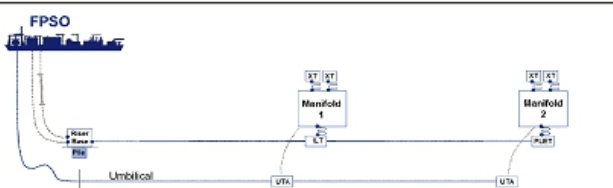
- Fewer SPS interfaces
- Fewer risers and flowlines
- Lower cost through integrated procurement
- Less complexity through reduced part counts
- Faster installation time



Proprietary Technologies



Enhanced Approach



Key Benefits



50% of risers and flowlines



6 PLETS at end of flowlines



Time to first oil



offshore installation duration

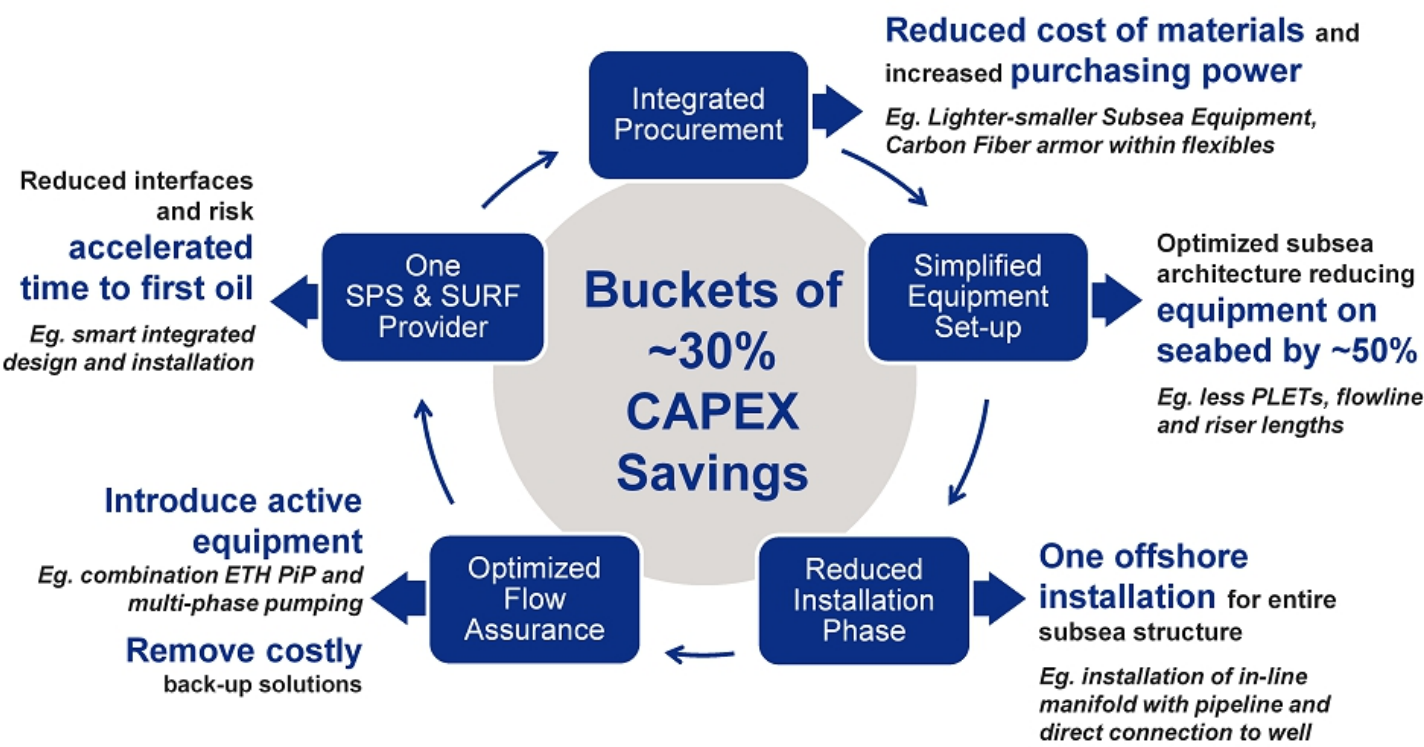


execution interfaces and risks

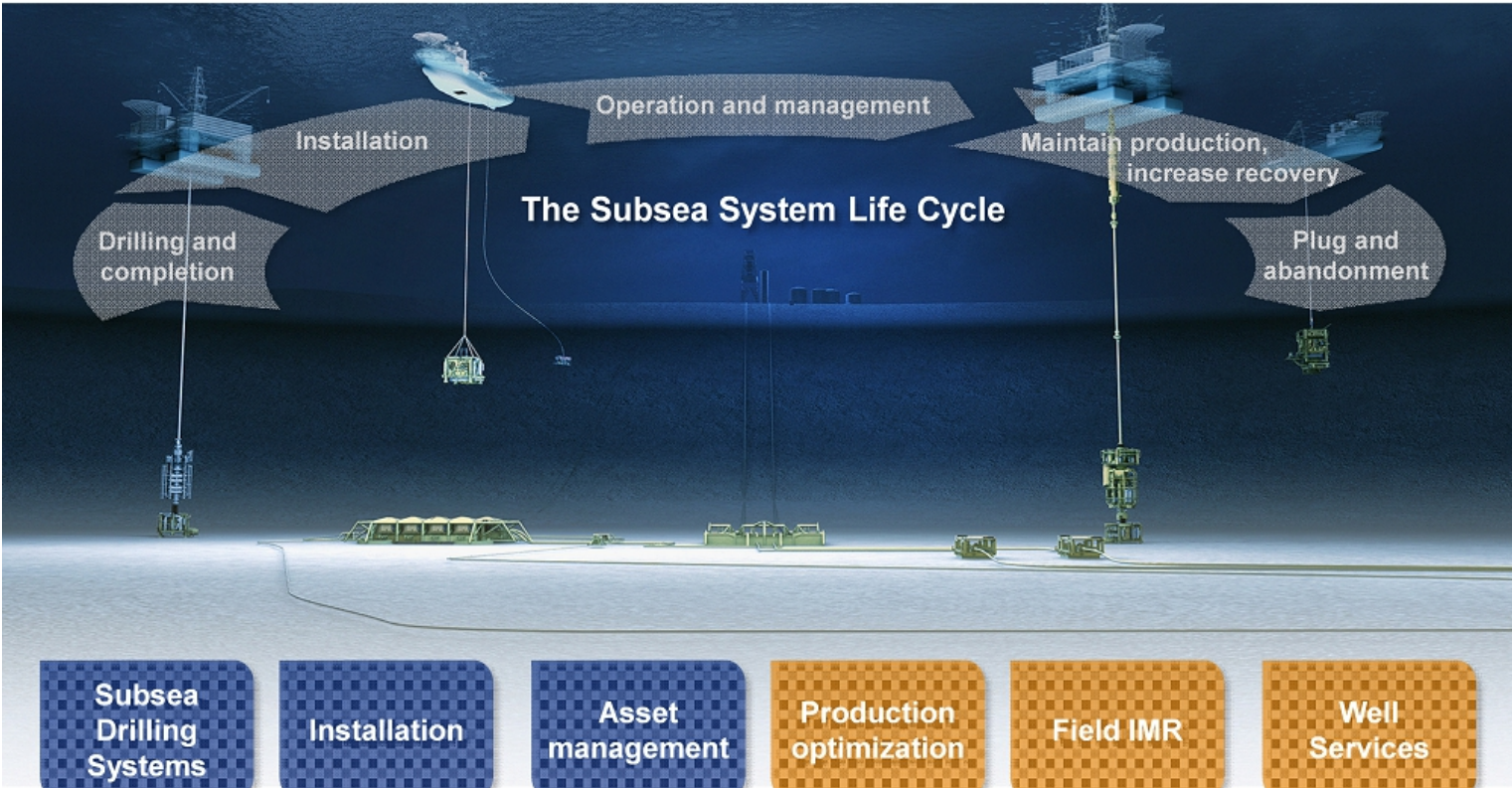
Up to 30% CAPEX Reduction

Technip

FMC Technologies



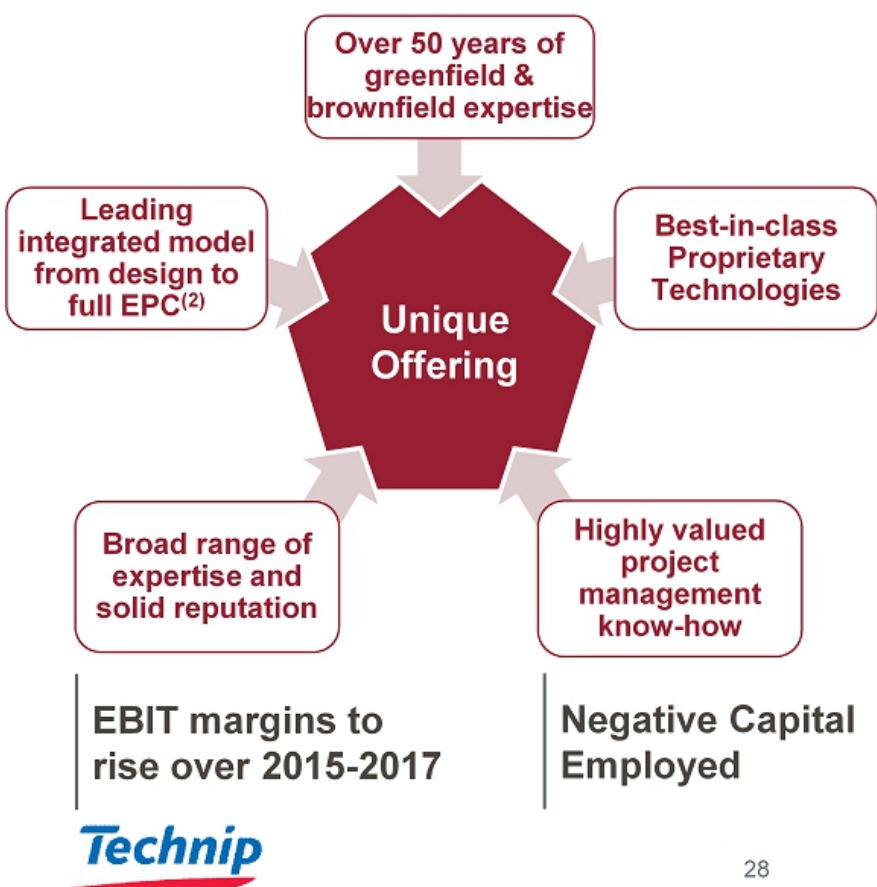
# Subsea Services Provide Growth Opportunities Throughout the Entire System Life Cycle



**Technip**

**FMC Technologies**

# Onshore/Offshore: Strong Enabler to Capture Downstream Market Resilience in 2016 and 2017



## MIDOR refinery, Egypt



- Involvement since refinery construction in the 1990's
- Direct FEED award leading to EPC
- Technip helped arrange ECA<sup>(1)</sup> and project financing

## Prelude FLNG, Australia



- Integrating onshore / offshore and subsea capabilities
- Capitalize on long-term relationship with Shell
- Front-runner in FLNG

## Yamal LNG, Russia



- Early involvement
- Strong track-record in large-scale LNG
- Modularization proven know-how

<sup>(1)</sup> Export Credit Agency  
<sup>(2)</sup> Engineering, Procurement, Construction



# Surface Technologies: Creating Value with Market Leading Products and Integrated Solutions



## Surface Integrated Services (SIS)



- **"One Vendor One Invoice One Lead = Improved Synergies and Completion Quality"**
- Integration of surface wellhead, completions, and measurement

## Fluid Control



- Leading product supplier to major oilfield service companies
- Flowline products used during the well construction and stimulation
- Manifold trailers, well service pumps, and compact valves

## Surface Wellhead International



- Drilling, completion and production wellhead systems
- Onshore and offshore applications
- Long-term customer relationships

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## ***Section 4:*** **TechnipFMC – Strong Financial Profile**



# Building on Complementarity to Create a Broad-Based Market Leader...



## Subsea

- Subsea products:
  - Trees, manifolds, control, templates, flowline systems, umbilicals & flexibles
  - Subsea processing
  - ROVs and manipulator systems
- Subsea projects
  - Field architecture, integrated design
  - Engineering, procurement
- Subsea services:
  - Drilling systems
  - Installation using high-end fleet
  - Asset management & production optimization
  - Field IMR and well services

▪ Backlog: \$8.0bn



## Onshore / Offshore

- Project management, proprietary technology, equipment and early studies to detailed design:
  - **Offshore:** fixed platforms (jackets, self-elevating platforms, GBS, artificial islands) and floating facilities (FPSO, semi submersibles, Spar, TLP, FLNG)
  - **Onshore:** gas monetization, refining, petrochemicals, onshore pipelines, furnaces, etc
  - **Services:** project management consultancy, process technologies

▪ Backlog: \$7.8bn



## Surface

- Drilling, completion and production wellhead equipment, chokes, compact valves, manifolds and controls
- Treating iron, manifolds and reciprocating pumps for frac'ing and cementing
- Advanced separation and flow-treatment systems
- Flow metering products and systems
- Marine, truck and railcar loading systems
- Installation and maintenance services
- Frac-stack and manifold rental and operation services
- Frac flowback and well testing services

▪ Backlog: \$0.5bn

Source: Company filings

Note: Pro forma backlog as of 30-Sep-2016. USD/EUR FX rate as of 25-Oct-2016.

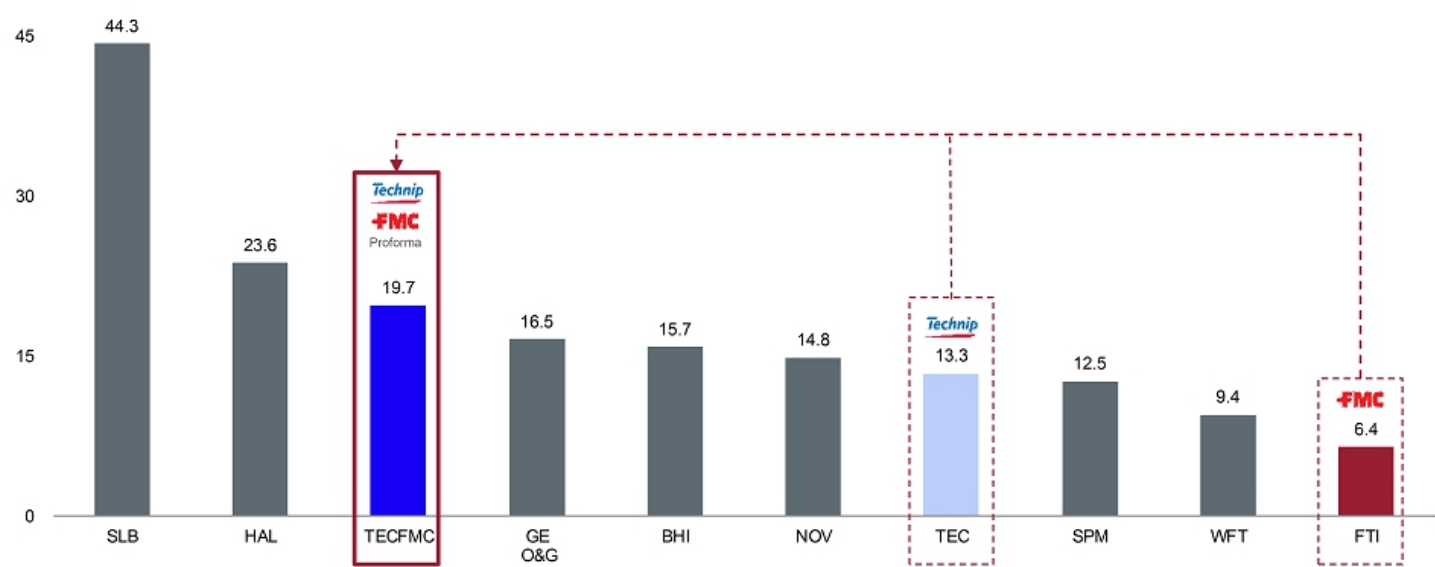




# ...With Significant Scale...

## Third Largest OFS Company by Revenue

Top 10 OFS Companies by 2015A Revenue (\$Bn)



Source: Company Filings; EUR/USD FX rate as of 28-Oct-2016

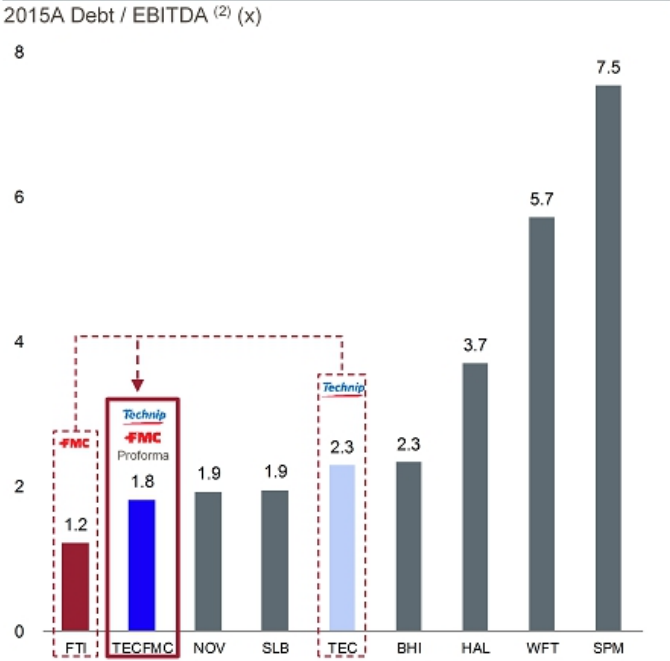






# ...and One of the Strongest Balance Sheets Amongst OFS Providers

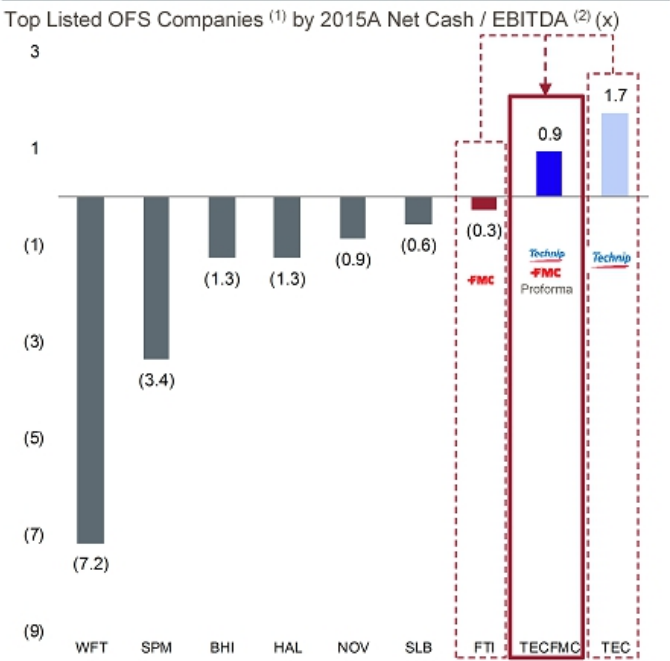
## One of the Lowest Leverage Levels...



Source: Company filings; EUR/USD FX rate as of 28-Oct-2016  
<sup>1</sup> Excluding conglomerates and construction companies with Oil Field Services operations  
<sup>2</sup> EBITDA calculated as Revenue - Expenses + Depreciation and Amortization; Pro forma for \$3.5bn termination break-up fee, HAL and BHI net cash / EBITDA is respectively (2.1)x and (1.3)x



## ...and a Significant Cash Position



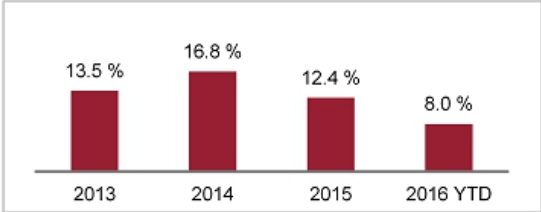
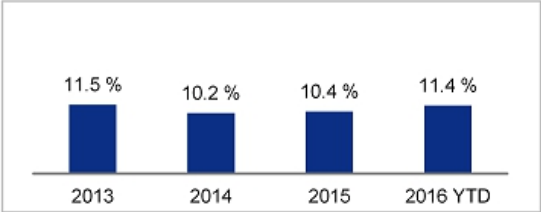


# Track Record of Sustainable Returns

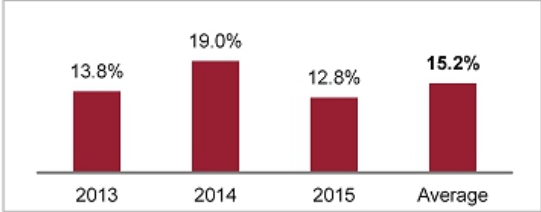
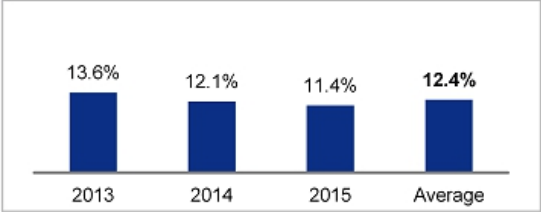
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EBITDA <sup>(1)</sup> Margin 2013-2016 YTD



ROCE <sup>(2)</sup> 2013-2015



Source: Company Filing  
<sup>1</sup> EBITDA as published for Technip (excludes income / (loss) from equity affiliates) and for FMC Technologies as per definition EBITDA = Revenue – Expenses + D&A; YTD corresponds to 9-months period ending 30-Sep-2016  
<sup>2</sup> Capital employed: Equity + Financial debts - Cash and cash equivalents + Non-current provisions + Other non-current liabilities; EBIT post tax: Operating income from recurring activities adjusted for estimated normative tax rate + income from associates

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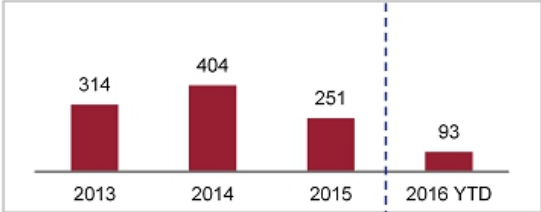
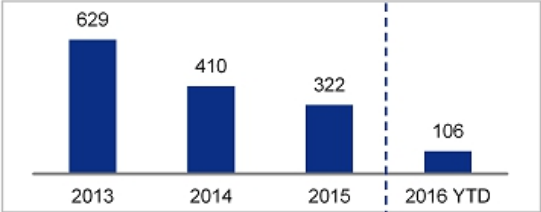


# Operating Cash Flow Exceeds Investment Needs

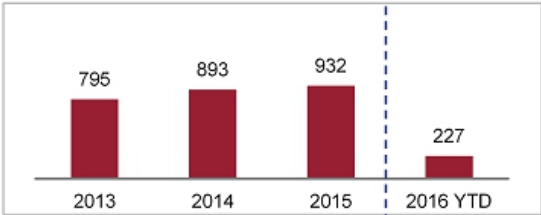
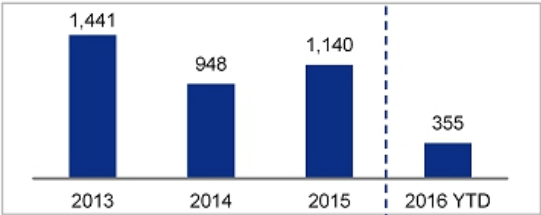
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Capex (\$mm)



Operating Cash Flow (\$mm)



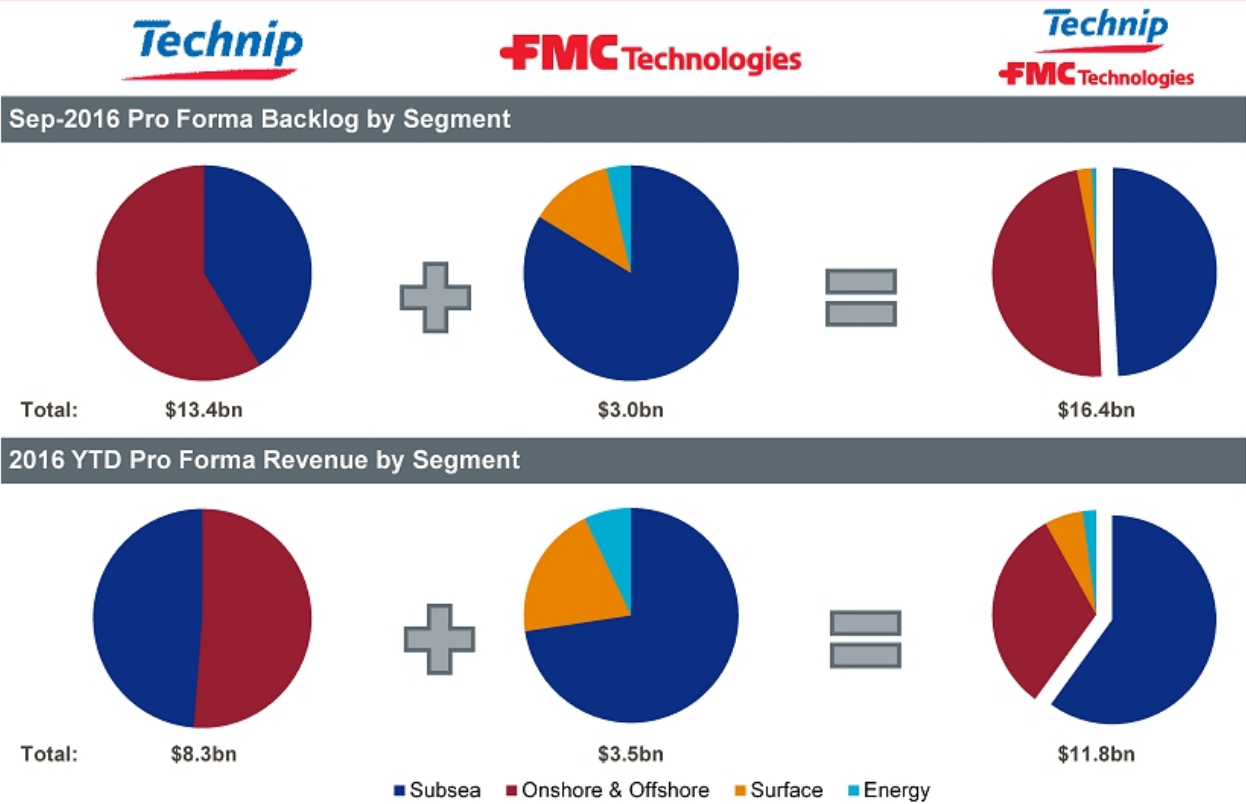
Source: Company Filings; EUR/USD FX rate as of 28-Oct-2016; YTD corresponds to 9-months period ending 30-Sep-2016

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# The Combined Group Will Benefit from a Balanced Business Exposure



Source: Company Filings; EUR/USD FX rate as of 28-Oct-2016; YTD corresponds to 9-months period ending 30-Sep-2016



# Significant Potential for Cost Synergies...

Pre-Tax Cost Synergies of approximately \$400m expected by 2019

## Supply Chain

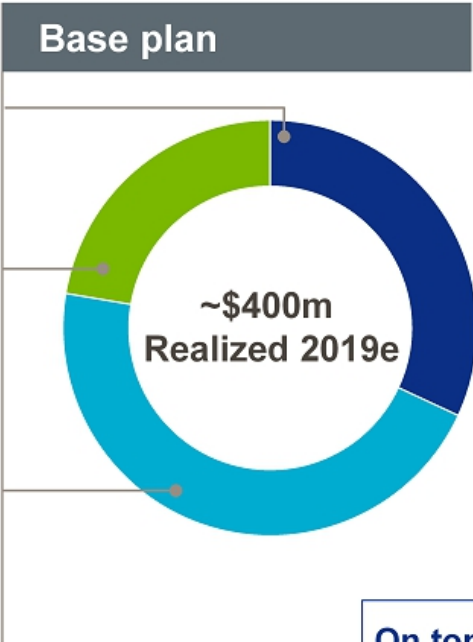
- Commodity raw material cost savings
- Better terms with shared suppliers
- Beneficial scale effect from higher volumes

## Corporate and Others

- One Board of Directors
- One management team
- Leverage global shared services

## Infrastructure

- Right-size general & administrative expense
- Rationalize real-estate footprint
- Leverage regional shared services



## Stretch

- Additional cost reduction opportunities
- Other financial upside including balance sheet and liquidity management

On top of each company's existing cost saving initiatives





## ...and Multiple Opportunities to Create Revenue Synergies

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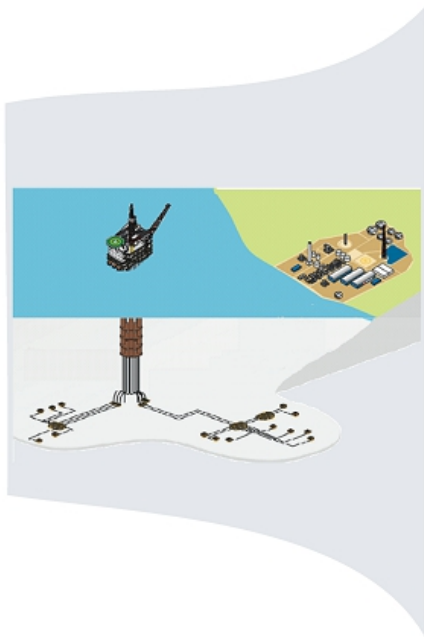
- Early involvement can improve positioning on new projects
- Strong differentiation provides immediate and significant cost reduction
- Portfolio of projects and solutions can capture greater subsea scope
- Substantial revenue growth from expanded “Life of Field” opportunity
- Shorter project delivery schedules will accelerate time to first oil
- Integrated offering should improve execution
- Enhanced client relationship thanks to a broader portfolio of solutions

**The integration approach will benefit revenues and profitability**



# TechnipFMC: Driving Change by Redefining the Production and Transformation of Oil & Gas

Builds a comprehensive and flexible offering across each market from concept to project delivery and beyond



Subsea	<b>Products: best-in-class equipment and systems provider</b> <ul style="list-style-type: none"><li>▪ Leading and highly complementary equipment offering; scaling up best-in-class technology through enhanced R&amp;D</li></ul>
	<b>Projects: unique capabilities throughout project life-cycle</b> <ul style="list-style-type: none"><li>▪ From concept to project delivery and beyond; setting new project economic standards</li></ul>
	<b>Services: enhanced service proposition</b> <ul style="list-style-type: none"><li>▪ Leveraging FMC Technologies' leading solutions to service a larger installed base; expanding scope of service offering</li></ul>
Onshore / Offshore	<b>Strong midstream/downstream footprint</b> <ul style="list-style-type: none"><li>▪ Leveraging further on Technip's engineering capabilities</li><li>▪ From concept to technology to project delivery</li><li>▪ 60 years of complex developments &amp; client relationships</li></ul>
Surface	<b>Global product and service platform</b> <ul style="list-style-type: none"><li>▪ Enhanced offering in North America</li><li>▪ Strengthened international presence</li></ul>

