Edgar Filing: FMC TECHNOLOGIES INC - Form 4

FMC TECI Form 4 August 02,	HNOLOGIES INC	2							
FORI Check if no lo subject Section Form 4 Form 5 obligat may co	VI 4 this box nger to 16. or Filed pu ions Section 17	MENT OI rsuant to S (a) of the I	Wa F CHAN Section 2 Public U	ISHINGES IN NGES IN SECUI 16(a) of th Jtility Hol	, D.C. 20 BENEF RITIES ne Securi Iding Con	1CIAL O ties Exchat	COMMISSI WNERSHIP (nge Act of 193 of 1935 or Sec 940	ON OMB Number: Expires: Estimated burden ho response 4,	urs per
	Address of Reporting R PETER D	g Person <u>*</u>	Symbol	er Name an TECHNO		Trading	Issuer	p of Reporting Pe Check all applicab	
(Last) (First) (Middle) 1803 GEARS ROAD			3. Date of Earliest Transaction (Month/Day/Year) 07/31/2006				Director 10% Owner X Officer (give title Other (specify below) below) President and COO		
				f Amendment, Date Original ed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 		
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	.cauired. Dispose	ed of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	ed Date, if	3. Transactic Code (Instr. 8) Code V	4. Securit mAcquired Disposed (Instr. 3, -	ies (A) or of (D)	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
Reminder: Ro	eport on a separate lin	e for each cl	ass of sec	urities bene	Perso inforr requi	ons who res nation cont red to respo	or indirectly. spond to the co ained in this fo ond unless the ntly valid OMB	rm are not form	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed (D) (Instr. 3, 4, and 5)					(Inst
				Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phanton Stock Units	n <u>(1)</u>	07/31/2006(2)	07/31/2006	А	256.41	(3)	(3)	Common Stock	0 (4)	\$ 8.
Phanton Stock Units	n <u>(1)</u>	08/01/2006 <u>(6)</u>	08/01/2006	А	253.71	(3)	(3)	Common Stock	0 (4)	\$ 8.

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
KINNEAR PETER D 1803 GEARS ROAD HOUSTON, TX 77067			President and COO				
Signatures							
By: By: James L. Marvin, attorney-in-fact for		0	8/02/2006				

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) N/A

Acquisition of Phantom Stock Units (in an exempt transaction) by the reporting person under the FMC Technologies, Inc. Non-Qualified(2) Savings and Investment Plan (NQ Plan). Phantom Stock Units are payable in cash following termination or retirement of the reporting person's employment with FMC Technologies, Inc., or death.

- (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.
- (5) Denotes Unit Price
- Acquisition of Phantom Stock Units (in an exempt transaction) under the FMC Technologies, Inc. Non-Qualified Savings and Investment(6) Plan (NQ Plan) resulting from matching contribution by issuer. Phantom Stock Units are payable in cash following termination or retirement of the reporting person's employment with FMC Technologies, Inc., or death.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.