
REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Employee Welfare Benefits Plan
Committee of FMC Technologies, Inc.:

We have audited the accompanying statement of net assets available for benefits of the FMC Technologies, Inc. Savings and Investment Plan (the "Plan") as of December 31, 2009, and the related statement of changes in net assets available for benefits for the year then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform an audit of its internal control over financial reporting. Our audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2009, and the changes in net assets available for benefits for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets (held at end of year) as of December 31, 2009 is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ McConnell & Jones

Houston, Texas
June 11, 2010

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/s/ Grant Thornton LLP

Houston, Texas
June 25, 2009

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**FMC TECHNOLOGIES, INC.
SAVINGS AND INVESTMENT PLAN**

Notes to Financial Statements

December 31, 2009 and 2008

(1) Description of the Plan

The following description of the FMC Technologies, Inc. (the Company) Savings and Investment Plan (the Plan) provides general information. Participants should refer to the Plan Document for a more complete description of the Plan's provisions.

(a) General

The Plan is a qualified salary-reduction plan under Section 401(k) of the Internal Revenue Code, and is available to all employees of the Company who meet certain eligibility requirements under the Plan. Such employees are eligible to participate in the Plan immediately upon commencement of their employment with the Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan is administered by the FMC Technologies, Inc. Employee Welfare Benefits Plan Committee, acting on behalf of the Plan administrator, the Company.

On July 31, 2008, the Company completed the spin-off of the FoodTech and Airport Services businesses into a separate publicly traded company, named John Bean Technologies Corporation (JBT). The spin-off was accomplished through a tax-free dividend to the Company's shareholders. The Company has no further ownership interest in JBT and JBT has no ownership interest in the Company. In preparation of the spin-off, the John Bean Technologies Corporation Savings and Investment Plan (JBT Plan) was established on June 1, 2008. The Company transferred the vested and nonvested account balances of JBT employees into the JBT Plan. Effective with the spin-off, JBT assumed and became responsible for all liabilities of the JBT Plan.

On October 2, 2009, the Board of Directors of the Company approved an amendment to the Plan which requires the Company to make a nonelective contribution based on a participant's Compensation, as defined by the Plan, subject to certain limitations of the Internal Revenue Code of 1986, as amended (Code). The nonelective contribution will be made for all eligible nonunion employees hired or rehired on or after January 1, 2010, and current nonunion participants with less than five years of vesting service as of December 31, 2009. Eligible participants will become vested in any balance of their nonelective contribution account upon three years of service. The nonelective contribution is effective beginning January 1, 2010. Additionally, the amendment requires that an individual who is both a participant and an employee of the Company on or after December 31, 2009, shall be fully vested in the balance of his or her Company matching contribution.

(b) Contributions

The Plan allows participants to contribute a percentage of their Compensation. Participants may elect to contribute up to 75% of their total eligible compensation (20% for participants whose base salary is equal to or greater than the Internal Revenue Service (IRS) Highly Compensated Employee earnings limit) on a pre-tax or an after-tax basis. Participants may elect to make after-tax contributions, either as an alternative to pre-tax contributions, or in addition to pre-tax contributions. Pre-tax contributions were subject to the limitation of \$16,500 and \$15,500 for 2009 and 2008, respectively, under the Code. In addition, active employees who attain age 50 or older during the year are eligible to make catch-up contributions to the prescribed limit. The amount of the catch-up contribution was \$5,500 and \$5,000 for 2009 and 2008, respectively.

The Company makes matching contributions for all active participants, except for certain bargaining unit employees. The Company matches 100% of each participant's contribution, up to the first 5% of eligible compensation.

At December 31, 2009, a total of 4,375 current and former employees participated in the Plan.

(c) Trust and Recordkeeping

The Company and Fidelity Management Trust Company (the Trustee) established a trust (the Trust) for investment purposes as part of the Plan. The Trustee is also the Plan's recordkeeper.

(d) **Investment Options**

Participants have the option of investing their contributions and the Company's matching contributions among one or all of the available investment options. Participants may transfer some or all of the balances out of any fund into one or any combination of the other funds at any time.

(e) **Vesting**

Participants are immediately vested in their elective contributions plus actual earnings thereon.

Prior to December 31, 2009, vesting in the Company's matching contributions and related earnings was determined according to the following graduated schedule based on years of service. Additionally, an individual who was a participant and an employee became fully vested in his or her Company matching contributions and related earnings upon attainment of age 55, death, or termination of employment by reason of total or permanent disability.

<u>Years of Service</u>	<u>Percent Vested</u>
Fewer than 2	0%
2 but fewer than 3	20%
3 but fewer than 4	40%
4 but fewer than 5	60%
5 or more	100%

Effective December 31, 2009, an individual who is both a participant and an employee of the Company is 100% vested in the balance of his or her Company matching contributions and related earnings.

(f) **Payment of Benefits and Forfeitures**

Upon termination of service, death, disability or attainment of age 59 1/2, any participant may elect to immediately receive a lump sum distribution equal to the vested interest of his or her account. Participants may, upon termination, elect to defer their lump sum distribution or receive annual installments. If a participant is not fully vested in the Company's contributions to his or her account on the date of termination of his or her employment, the nonvested portion is forfeited. Forfeitures are used to pay certain administrative expenses of the Plan and to reduce future Company contributions to the Plan. During 2009 and 2008, forfeitures of \$786,000 and \$682,000, respectively, were used to pay certain administrative expenses of the Plan and to reduce Company contributions. The forfeited balances held in the Plan as of December 31, 2009 and 2008, were \$382,000 and \$334,000, respectively.

(g) **Administrative Expenses**

Certain administrative expenses of the Plan are paid by the Trustee out of the assets of the Plan and constitute a charge upon the respective investment funds or upon the individual participants' accounts. Certain other plan expenses may be paid by the Plan from the forfeitures balance, or by the Company.

(h) **Withdrawals and Loans**

The Plan allows participants to make in-service and hardship cash withdrawals (subject to income taxation and IRS penalties) of some or all of their vested account balances. Eligible participants may also receive money from the Plan in the form of loans. The minimum that may be borrowed is \$1,000. The maximum that may be borrowed is the lesser of \$50,000, as adjusted, or 50% of the participant's vested account balance. Loans, which are secured by the participant's vested account balance, must be repaid over a time period not to exceed 60 months with interest at a reasonable rate as determined by the Plan administrator. A participant may have no more than two loans outstanding at any one time.

(i) **Plan Termination**

The Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of the Plan and ERISA, but has not expressed any intent to do so. In the event of plan termination, participants will become 100% vested in their account balances.

(j) **Participant Accounts**

A separate account is maintained for each participant. Each participant's account is credited with the participant's contributions, the Company's matching contributions and an allocation of Plan earnings and charged with an

allocation of administrative expenses and Plan losses. Allocations of Plan earnings and losses are based on the participant's account balance while a fixed amount is charged to each participant's account for administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

(2) Summary of Significant Accounting Policies

The following are the significant accounting policies followed by the Plan:

(a) Basis of Accounting

The Plan's financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

(b) Recently Adopted Accounting Standards

Effective June 15, 2009, the Plan adopted the provisions of a new accounting standard issued by the Financial Accounting Standards Board (FASB) which address the factors that determine whether there has been a significant decrease in the volume and level of activity for an asset or liability when compared to the normal market activity. In addition, the presentation of the fair value hierarchy is required to be presented by major security type as described in the FASB Accounting Standards Codification Topic Investments – Debt and Equity Securities. The new standard was applied prospectively (see Note 5) and the adoption of this standard did not have a material impact on the Plan's financial statements.

(c) Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. See Note 5 for discussion of fair value measures.

Purchases and sales of securities are recorded on a trade date basis. The Plan presents in the statements of changes in net assets available for benefits the net (depreciation) appreciation in the fair value of its investments which consists of the related (losses) gains and the unrealized (depreciation) appreciation on these investments. Dividends are recorded on the record date. Interest income is recorded on the accrual basis.

(d) Fully Benefit-Responsive Benefit Contracts

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. Therefore, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts. The statements of net assets available for benefits present the difference between the fair value of the investment contracts and their contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis, which represents the principal balances of the contracts, plus accrued interest at the stated rate, net of payments received and contract charges by the insurance company.

The Plan holds investments in a fully benefit-responsive benefit contract, Fidelity Managed Income Portfolio II Class 2 Fund ("Fidelity MIP II Fund"). The contract value of the Fidelity MIP II Fund was \$56,056,000 and \$48,529,000 as of December 31, 2009 and 2008, respectively.

(e) Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from these estimates.

(f) Risk and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, credit risk and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

(g) Payment of Benefits

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(3) Party-in-Interest Transactions

The Trustee provides certain accounting and administrative services to the Plan for which approximately \$236,000 and \$221,000 of expenses were charged for the years ended December 31, 2009 and 2008, respectively. Certain Plan investments, amounting to \$174,581,000 and \$131,356,000 at December 31, 2009 and 2008, respectively, are units of funds managed by the Trustee.

Certain employees and officers of the Company, who may also participate in the Plan, perform administrative services to the Plan at no cost.

A significant portion of the Plan's assets are invested in common stock of the Company. At December 31, 2009 and 2008, the Plan held 2,835,409 and 3,172,333 shares of common stock of the Company, respectively, with fair value of \$164,000,000 and \$75,597,000, respectively, and a cost basis of \$78,488,000 and \$84,716,000, respectively.

(4) Investments

Investments at fair value, which represent 5% or more of the Plan's assets available for benefits, are separately identified below:

(In thousands)	December 31,	
	2009	2008
FMCTI Stock Fund	\$164,000	\$75,597
Fidelity MIP II CL 2 Fund	55,361	46,637
Fidelity Retirement Government Money Market Portfolio	29,997	24,014

The Plan's investments (including investments bought, sold, and held during the year) appreciated (depreciated) in value as follows:

(In thousands)	Year Ended December 31,	
	2009	2008
Common stock	\$108,159	\$ (60,952)
Registered investment companies	25,478	(58,120)
Common / collective trusts	1,857	(3,775)
	<u>\$135,494</u>	<u>\$(122,847)</u>

(5) Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset in an orderly transaction between market participants at the reporting date. The fair value framework requires the categorization of assets and liabilities into three levels based upon the assumptions (inputs) used to price the assets or liabilities. Level 1 provides the most reliable measure of fair value, whereas Level 3 generally requires significant management judgment. The three levels are defined as follows:

- *Level 1:* Unadjusted quoted prices in active markets for identical assets and liabilities.
- *Level 2:* Observable inputs other than those included in Level 1. For example, quoted prices for similar assets or liabilities in active markets or quoted prices for identical assets or liabilities in inactive markets.
- *Level 3:* Unobservable inputs reflecting management's own assumptions about the inputs used in pricing the asset or liability.

The following is a description of the valuation methodologies used for assets measured at fair value:

- *Common stock:* Valued at the closing price reported on the active market on which the security is traded.
- *Interest bearing cash:* Valued at cost, which approximates fair value.
- *Registered investment companies:* Valued at quoted market prices, which represent the net asset value of the securities held in such funds at year-end.
- *Stable value fund:* Valued at the net asset value of the shares held by the Plan at year-end, which is based on the fair value of the underlying investments using information reported by the investment advisor at year-end.

[REDACTED]

(7) Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 at December 31, 2009 and 2008:

<u>(In thousands)</u>	<u>December 31,</u>	
	<u>2009</u>	<u>2008</u>
Net assets available for benefits per the financial statements, contract value	\$405,510	\$261,895
Less: Adjustment from fair value to contract value for interest in collective trust relating to fully benefit-responsive investment contracts	(696)	(1,892)
Net assets available for benefits per the Form 5500, fair value	<u>\$404,814</u>	<u>\$260,003</u>

The following is a reconciliation of the changes in net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2009 and 2008:

<u>(In thousands)</u>	<u>Year Ended December 31,</u>	
	<u>2009</u>	<u>2008</u>
Increase (Decrease) in net assets available for benefits per financial statements	\$143,615	\$(364,520)
Less: Adjustment from fair value to contract value for interest in collective trust relating to fully benefit-responsive investment contracts		
Prior year adjustment	1,892	535
Current year adjustment	(696)	(1,892)
Increase (Decrease) in net assets available for benefits per the Form 5500	<u>\$144,811</u>	<u>\$(365,877)</u>

**FMC TECHNOLOGIES, INC.
SAVINGS AND INVESTMENT PLAN**

Form 5500 Schedule H, Part IV, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2009

(In thousands)

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment including maturity date, number of shares or units, rate of interest, collateral, and par or maturity value	(d) Cost**	(e) Current value
*	FMCTI Stock Fund (FMC Technologies, Inc. Common Stock)	FMC Technologies, Inc. Common Stock, 2,835,409 shares	\$ N/A	\$164,000
*	FMCTI Institutional Cash Portfolio	Interest-Bearing Cash	N/A	7,376
	Franklin Mutual Quest CL Z Fund	International Equity Fund	N/A	12,130
	Sequoia Fund	Large Cap Value Fund	N/A	12,880
*	Fidelity Puritan Fund	Balanced Fund	N/A	4,801
*	Fidelity Magellan Fund	Large Cap Growth Fund	N/A	6,457
	Eaton Vance Large-Cap Value Fund CLI	Large Cap Value Fund	N/A	341
*	Fidelity Blue Chip Growth Fund	Large Cap Growth Fund	N/A	7,779
*	Fidelity Low-Priced Stock Fund	Mid Cap Value Fund	N/A	12,711
*	Fidelity Diversified International Fund	International Equity Fund	N/A	16,834
	PIMCO Total Return Fund – Administrative Class	Bond Mutual Fund	N/A	16,413
	MSIFT Mid Cap Growth Portfolio – Administrative Class	Mid Cap Growth Fund	N/A	7,793
	Royce Low-Priced Stock Fund	Small Cap Value Fund	N/A	6,199
*	Fidelity Capital & Income Fund	High Yield Bond Fund	N/A	8,217

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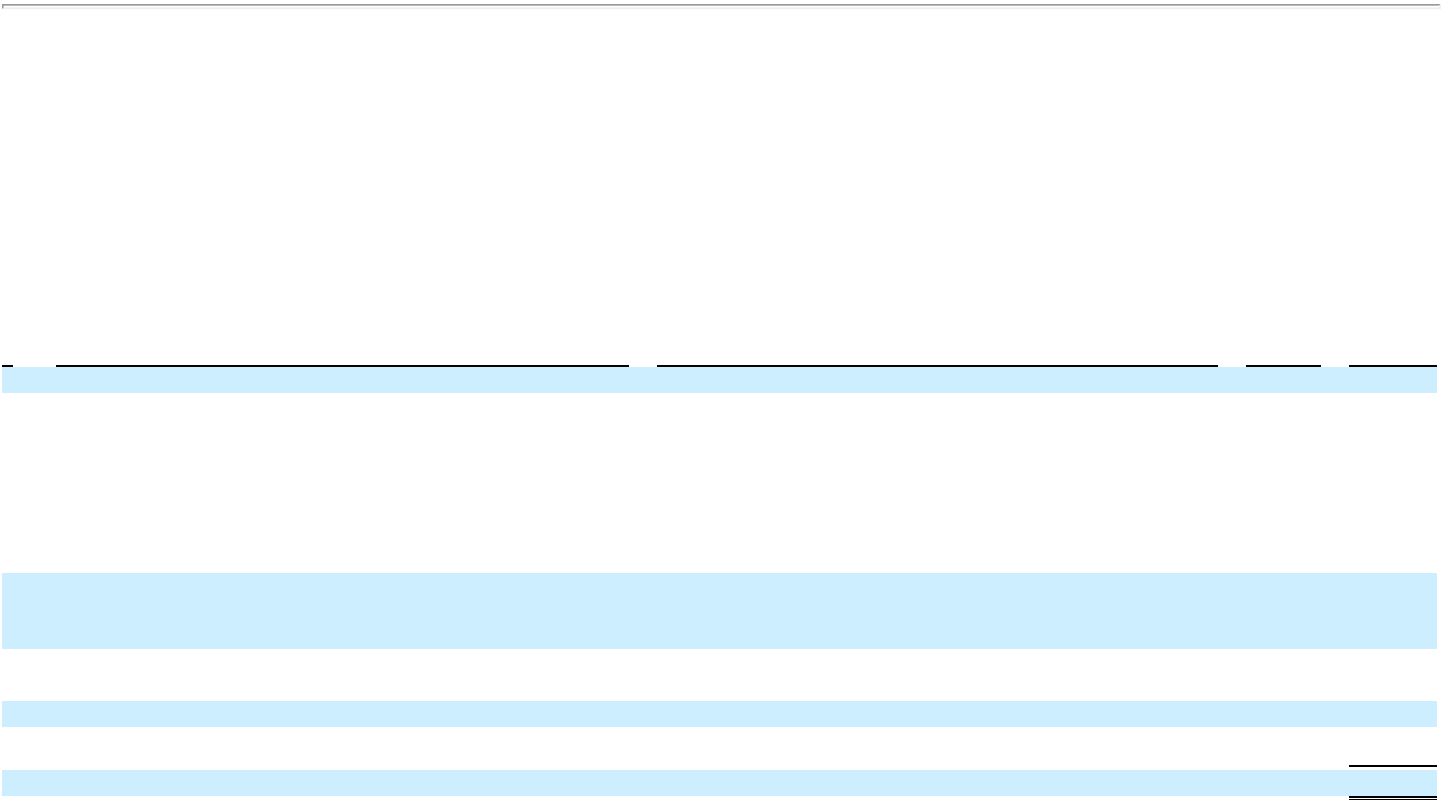


EXHIBIT INDEX

NUMBER IN
EXHIBIT TABLE

DESCRIPTION

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