

FMC TECHNOLOGIES INC  
Form 8-K  
May 12, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**Current Report**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 6, 2011

**FMC Technologies, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**1-16489**  
(Commission

File Number)  
1803 Gears Road

**36-4412642**  
(I.R.S. Employer

Identification No.)

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**Houston, Texas 77067**

**(Address, Including Zip Code,  
of Principal Executive Offices)**

**Registrant's telephone number, including area code: (281) 591-4000**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders**

The Annual Meeting of Stockholders was held on May 6, 2011, for the purpose of electing four directors, ratifying the appointment of KPMG LLP as the independent registered public accounting firm for the Company for 2011, voting on the Company's 2011 Executive Compensation Program, voting on how often the stockholders will be asked to approve the Company's Executive Compensation Program, authorizing the amendment of our Amended and Restated Certificate of Incorporation to increase the number of authorized shares of common stock from 300 million shares to 600 million shares and voting on any other business properly brought before the meeting.

All of the nominees for directors, as listed in the proxy statement, were elected by the following votes:

C. Maury Devine	For: 96,968,460 votes
	Against: 2,690,952 votes
	Abstain: 196,125 votes
John T. Greppe	For: 98,574,889 votes
	Against: 1,118,419 votes
	Abstain: 162,229 votes
Thomas M. Hamilton	For: 96,770,044 votes
	Against: 2,897,064 votes
	Abstain: 188,429 votes
Richard A. Pattarozzi	For: 97,236,793 votes
	Against: 2,424,108 votes
	Abstain: 194,636 votes

The following directors' terms of office continued after the meeting: Mike R. Bowlin, Philip J. Burguières, Eleazar de Carvalho, Thorleif Enger, Claire S. Farley, Peter D. Kinnear, Edward J. Mooney, Joseph H. Netherland and James M. Ringler.

The proposed ratification of the appointment of KPMG LLP as the independent registered public accounting firm for the Company for 2011 was approved by the following votes:

For: 94,536,010  
 Against: 9,510,683  
 Abstain: 180,040

The Company's 2011 Executive Compensation Program was approved by the following votes:

For: 98,794,405  
 Against: 729,754

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The Company's Executive Compensation Program was approved to be voted on by the stockholders every year: Abstain: 331,378

1 Year: 60,866,793

2 Years: 1,199,268

3 Years: 37,609,405

The amendment to the Company's Amended and Restated Certificate of Incorporation to increase the number of authorized shares of common stock from 300 million shares to 600 million shares was approved: Abstain: 180,071

For: 94,078,783

Against: 9,942,230

Abstain: 205,720

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**FMC TECHNOLOGIES, INC.**

By: /s/ William H. Schumann, III

Dated: May 12, 2011

Name: William H. Schumann, III

Title: Executive Vice President and Chief Financial Officer