

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2012 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☒ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>SCHILLING ROBOTICS 401(K) PLAN & TRUST</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>09/01/2003</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>09/01/2003</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>09/01/2003</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>FMC TECHNOLOGIES, INC.</u> <u>5875 SAM HOUSTON PARKWAY WEST</u> <u>HOUSTON, TX 77086</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>36-4412642</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>530-747-2501</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>339900</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>36-4412642</u>	2c Sponsor's telephone number <u>530-747-2501</u>	2d Business code (see instructions) <u>339900</u>	
2b Employer Identification Number (EIN) <u>36-4412642</u>					
2c Sponsor's telephone number <u>530-747-2501</u>					
2d Business code (see instructions) <u>339900</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature. Signature of plan administrator	08/02/2013 Date	SALLY LAROCCA Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature. Signature of employer/plan sponsor	08/02/2013 Date	SALLY LAROCCA Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address SCHILLING ROBOTICS, LLC 260 COUSTEAU PLACE DAVIS, CA 95618	3b Administrator's EIN 03-0526857 3c Administrator's telephone number 530-747-2501
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 428
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).	
a Active participants.....	6a 0
b Retired or separated participants receiving benefits.....	6b 0
c Other retired or separated participants entitled to future benefits.....	6c 0
d Subtotal. Add lines 6a , 6b , and 6c	6d 0
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 0
f Total. Add lines 6d and 6e	6f 0
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g 0
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 3D 2T 2S	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service <hr/> Department of Labor Employee Benefits Security Administration <hr/> Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500. ► Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 <hr/> 2012 <hr/> This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012		
A Name of plan SCHILLING ROBOTICS 401(K) PLAN & TRUST	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 FMC TECHNOLOGIES, INC.	D Employer Identification Number (EIN) 36-4412642	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier

PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
06-1050034	93629	40282	515	01/01/2012	12/31/2012

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	8192

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

LPL FINANCIAL LLC 9785 TOWNE CENTRE DRIVE
SAN DIEGO, CA 92121-1968

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
	8192	SERVICES TO INSURER OR PLAN	4

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end	4	3019926
5 Current value of plan's interest under this contract in separate accounts at year end	5	0

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐**7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☒ other ▶ **GUARANTEED GENERAL ACCOUNT CONTRACT**

b Balance at the end of the previous year	7b	1975175
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c Additions: (1) Contributions deposited during the year	7c(1)	1580023
(2) Dividends and credits	7c(2)	
(3) Interest credited during the year	7c(3)	47402
(4) Transferred from separate account	7c(4)	
(5) Other (specify below)	7c(5)	389322

▶ **LOAN REPAYMENTS TRANSFERS IN MISCELLANEOUS IN**

(6) Total additions	7c(6)	2016747
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d Total of balance and additions (add lines 7b and 7c(6))	7d	3991922
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e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	391009
(2) Administration charge made by carrier	7e(2)	700
(3) Transferred to separate account	7e(3)	
(4) Other (specify below)	7e(4)	3600213

▶ **LOAN INITIATIONS, TRANSFERS OUT MISCELLANEOUS OUT, FORFEITURE DEBITS**

(5) Total deductions	7e(5)	3991922
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f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	0
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Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.....	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2012
		This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012		
A Name of plan SCHILLING ROBOTICS 401(K) PLAN & TRUST	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 FMC TECHNOLOGIES, INC.	D Employer Identification Number (EIN) 36-4412642	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
PRUDENTIAL RETIREMENT INSURANCE AND

06-1050034

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

LPL FINANCIAL LLC

95-2834236

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
33 71	NONE	0	Yes ☒ No ☐	Yes ☐ No ☒	43916	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

PRUDENTIAL RETIREMENT INSURANCE AND

06-1050034

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
13 15 37 50 64	NONE	9370	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 64	NONE	0	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PRUDENTIAL RETIREMENT INSURANCE AND	15 64	0
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>PRUDENTIAL RETIREMENT INSURANCE AND</p> <p>06-1050034</p> </div> <div style="width: 40%;"> <p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>100.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2012 TO 12/31/2012 GUARANTEED INCOME FUND</p> </div> </div>		
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>PRUDENTIAL INVESTMENTS, LLC</p> <p>22-3468527</p> </div> <div style="width: 40%;"> <p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>27.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2012 TO 12/31/2012 PRU JENN NAT RESOURCES A</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(d) Enter name and EIN (address) of source of indirect compensation</p> </div> <div style="width: 40%;"> <p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> </div> </div>		

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2012 This Form is Open to Public Inspection
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>		
A Name of plan <u>SCHILLING ROBOTICS 401(K) PLAN & TRUST</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>FMC TECHNOLOGIES, INC.</u>	D Employer Identification Number (EIN) <u>36-4412642</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1	Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets			
a	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)		
	(2) Participant contributions	1b(2)		
	(3) Other.....	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities.....	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)	308722	0
	(9) Value of interest in common/collective trusts.....	1c(9)		
	(10) Value of interest in pooled separate accounts.....	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	9666806	0
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	1975175	0
	(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	11950703	0

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	11950703	0
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	2604503	
(B) Participants	2a(1)(B)	1787310	
(C) Others (including rollovers)	2a(1)(C)	4950672	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		9342485

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	15776	
(F) Other	2b(1)(F)	47402	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		63178

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	291888	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		291888

(3) Rents	2b(3)		
-----------------	--------------	--	--

(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		1300451
c Other income.....	2c		27928
d Total income. Add all income amounts in column (b) and enter total.....	2d		11025930

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2926698	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		2926698
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	9740	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		9740
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		2936438

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		8089492
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		20040195

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: **CAMPBELL TAYLOR & COMPANY**

(2) EIN: **68-0251243**

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....	X		
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

FMC TECHNOLOGIES, INC. SAVINGS AND INVESTMENT PLAN

5b(2) EIN(s)	5b(3) PN(s)
36-4412642	002

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>SCHILLING ROBOTICS 401(K) PLAN & TRUST</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>FMC TECHNOLOGIES, INC.</u>	D Employer Identification Number (EIN) <u>36-4412642</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>22-1211670</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%
- b** Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more
- c** What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

*Financial Statements and
Independent Auditor's Report of*

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

December 31, 2012 and 2011

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

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INDEPENDENT AUDITOR'S REPORT

To the Plan Committee
Schilling Robotics 401(K) Plan & Trust
Davis, California

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Schilling Robotics 401(K) Plan & Trust, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of change in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Prudential Bank and Trust and Prudential Retirement Insurance and Annuity Company, the custodians of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the custodians hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained a certification from the custodians as of and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the custodians is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Emphasis of Matter

As discussed in Notes 1 and 7 to the financial statements, the Plan Sponsor was acquired by FMC Technologies, Inc. on April 25, 2012. On November 8, 2012, the Employee Benefit Committee of FMC Technologies, Inc. approved the merger of the Schilling Robotics 401(K) Plan & Trust into the FMC Technologies, Inc. Savings and Investment Plan. On December 31, 2012, assets totaling \$20,040,195 were transferred from the Schilling Robotics 401(K) Plan & Trust to the FMC Technologies, Inc. Savings and Investment Plan. In accordance with accounting principles generally accepted in the United States of America, the Plan has changed its basis of accounting from the ongoing basis to the liquidation basis for periods after November 8, 2012.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements other than that derived from the information certified by the custodians have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Campbell Taylor & Company

An Accountancy Corporation

July 23, 2013

Roseville, California

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2012 and 2011**

	<u>2012</u>	<u>2011</u>
ASSETS:		
Investments, at fair value		
Guaranteed income fund	\$ -	\$ 1,975,175
Mutual funds	<u>-</u>	<u>9,666,806</u>
Total investments	<u>-</u>	<u>11,641,981</u>
 Employee contribution receivable	 -	 1,302
Employer contribution receivable	-	2,000,139
Notes receivable from participants	<u>-</u>	<u>308,722</u>
 Net assets available for benefits	 <u><u>\$ -</u></u>	 <u><u>\$ 13,952,144</u></u>

The accompanying notes are an integral part of these financial statements.

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

**STATEMENTS OF CHANGE IN NET ASSETS AVAILABLE FOR BENEFITS
For the Years Ended December 31, 2012 and 2011**

	<u>2012</u>	<u>2011</u>
ADDITIONS TO NET ASSETS:		
Investment income (loss)		
Net appreciation (depreciation) in fair value of investments	\$ 1,300,451	\$ (608,965)
Interest, dividends and other income	<u>382,994</u>	<u>193,897</u>
Total investment income (loss)	<u>1,683,445</u>	<u>(415,068)</u>
Contributions		
Employee	1,786,008	1,534,086
Employer	604,364	2,564,899
Employee rollovers	<u>4,950,672</u>	<u>184,874</u>
Total contributions	<u>7,341,044</u>	<u>4,283,859</u>
Total additions	<u>9,024,489</u>	<u>3,868,791</u>
DEDUCTIONS FROM NET ASSETS:		
Benefits paid to participants	2,926,698	675,969
Administrative expenses	<u>9,740</u>	<u>6,610</u>
Total deductions	<u>2,936,438</u>	<u>682,579</u>
Transfer to FMC Technologies, Inc. Savings and Investment Plan	<u>20,040,195</u>	<u>-</u>
Net (decrease) increase	(13,952,144)	3,186,212
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>13,952,144</u>	<u>10,765,932</u>
End of year	<u>\$ -</u>	<u>\$ 13,952,144</u>

The accompanying notes are an integral part of these financial statements.

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE 1: DESCRIPTION OF PLAN

The following description of the Schilling Robotics 401(K) Plan & Trust (the “Plan”) provides only general information. Participants should refer to the Plan Document and Summary Plan Description for a more complete description of the Plan’s provisions.

General

The Plan, adopted September 1, 2003, is a defined contribution plan established for the benefit of employees of Schilling Robotics, LLC and its participating affiliates (the “Plan Sponsor”). Employees of the Plan Sponsor are eligible to enter the Plan on their date of hire.

The Plan is intended to satisfy all of the requirements for a qualified retirement plan under the appropriate provisions of the Internal Revenue Code (the “Code”) and similar state tax laws. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Four employees of the Plan Sponsor are trustees of the Plan.

Effective December 1, 2011, the Plan was amended to permit employer nonelective contributions.

The Plan Sponsor was acquired by FMC Technologies, Inc. on April 25, 2012. On December 31, 2012, Plan assets totaling \$20,040,195 were transferred from the Plan to the FMC Technologies, Inc. Savings and Investment Plan.

Plan Year

The Plan year begins January 1st and ends December 31st.

Contributions

The Plan allows for the following type of contributions:

• ***Salary Deferral 401(k) Contributions***

The Plan includes an elective salary deferral arrangement pursuant to section 401(k) of the Code. Employees are automatically enrolled into the Plan upon eligibility. The automatic enrollment contribution percentage is 6%; however employees may voluntarily contribute up to 100% of their eligible compensation, subject to various nondiscrimination tests and limitations prescribed by the Code, and they may choose to opt out of the automatic enrollment.

• ***Employee Roth Elective Salary Deferral Contributions***

Participants may make after-tax Roth elective salary deferral contributions.

• ***Employer Matching Contributions***

The Plan Sponsor will make matching contributions equal to the lesser of 50% of each participant’s elective salary deferrals, including elective Roth salary deferrals, or 3% of that participant’s compensation. In 2012 and 2011, the Plan Sponsor contributed \$604,364 and \$564,899, respectively, in matching contributions.

NOTE 1: DESCRIPTION OF PLAN (Continued)

• ***Employer Nonelective Contributions***

The Plan Sponsor may make discretionary nonelective contributions to the Plan. Nonelective contributions are allocated to eligible participants based on eligible compensation. Participants must be employed with the Plan Sponsor on the last day of the Plan year in order to receive an allocation of the nonelective contribution. The Plan Sponsor made a nonelective contribution of \$0 and \$2,000,000 in 2012 and 2011, respectively.

• ***Rollover Contributions***

Participants may make rollover contributions from another qualified plan.

Vesting

Participants are immediately fully vested in their salary deferral contributions and investment gains and losses credited thereon. Participants become 100% vested in Plan Sponsor matching contributions after one year of service. Participants become 100% vested in Plan Sponsor nonelective contributions after three years of service. To earn a year of service, a participant must be credited with at least 1,000 hours of service during the Plan year.

Forfeitures

Forfeitures from employer contributions may be used to pay Plan expenses or to reduce the amount of future employer matching contributions. Forfeitures of \$33,648 and \$1,915 were used to reduce employer matching contributions during the years ended December 31, 2012 and 2011, respectively. Forfeited amounts totaling \$666 and \$1,975 were available for use for the years ended December 31, 2012 and 2011, respectively.

Allocations

The Plan provides various investment fund options and allows participants to self-direct their investments.

Investment earnings and losses are allocated based on the actual earnings and losses in participants' self-directed accounts.

Retirement

Normal retirement under the Plan is age sixty-five (65).

Payment of Benefits

Upon death, disability, normal retirement, demonstration of financial hardship or attaining the age of 59 ½, participants may receive a distribution of their vested interest in their account balance. Benefit payments are made in single-lump sums. Required minimum distributions may be made in monthly, quarterly or annual installments.

Notes Receivable From Participants

The Plan allows participants to borrow from their accounts while employed by the Plan Sponsor. Loans may not exceed the lesser of \$50,000 or 50% of the participants account balance. Loan terms may be up to five years. Principal and interest are paid through payroll deductions. Loans are secured by the balance in the participants account.

Administrative Expenses

Fees and expenses incurred in the administration of the Plan, to the extent not paid by the Plan Sponsor, are charged to and paid from the Plan's assets. Expenses related to specific participant transactions are charged to the respective participant's account.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The December 31, 2011 financial statements have been prepared under the accrual basis of accounting. The December 31, 2012 financial statements have been prepared under the liquidation basis of accounting.

Investment Valuation and Income Recognition

Investments in mutual funds are stated at fair market value using quoted market prices when available. The guaranteed income fund is valued at fair value adjusted from the underlying guaranteed interest contracts. Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in dividend income. Increases or decreases in the unit values of investments are reflected in each participant's self directed account. Investments are valued daily.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2012 or 2011. If a participant ceases to make loan payments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Payment of Benefits

Benefits to participants are recorded when paid.

Estimates and Assumptions

The preparation of these financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 3: INFORMATION CERTIFIED BY CUSTODIANS

The following amounts were taken directly from statements provided and certified as complete and accurate by Prudential Bank and Trust and Prudential Retirement Insurance and Annuity Company as of December 31, 2012 and 2011.

	<u>2012</u>	<u>2011</u>
Mutual funds	\$ -	\$ 9,666,806
Guaranteed income fund	\$ -	\$ 1,975,175
Interest, dividends and other income	\$ 382,994	\$ 193,897
Net appreciation (depreciation) in fair value of investments	\$ 1,300,451	\$ (608,965)

NOTE 4: FORM 5500 RECONCILIATION

The Plan financial statements include differences from the Form 5500 as of December 31, 2012 and 2011, as follows:

	2012	2011
Contributions per Form 5500	\$ 9,342,485	\$ 2,282,418
Change in employer contribution receivable	(2,000,139)	2,000,139
Change in employee contribution receivable	(1,302)	1,302
Contributions as reported	<u>\$ 7,341,044</u>	<u>\$ 4,283,859</u>
Net assets per Form 5500	\$ -	\$ 11,950,703
Employer contribution receivable	-	2,000,139
Employee contribution receivable	-	1,302
Net assets as reported	<u>\$ -</u>	<u>\$ 13,952,144</u>

NOTE 5: FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (FASB) ASC 820 provides a framework for measuring fair value. The framework provides a three-tier hierarchy that prioritizes the inputs to valuation techniques used for measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value are as follows:

Level 1: Inputs are unadjusted quoted prices for identical assets or liabilities that the Plan has the ability to access.

Level 2: Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, model-based valuation techniques for which all significant assumptions are observable in the market, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3: Inputs that are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Mutual Funds: The fair value of mutual funds is based on the quoted net asset value of the shares held.

Guaranteed Income Fund: The guaranteed income fund is valued at fair value adjusted from the underlying guaranteed interest contracts.

NOTE 5: FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis at December 31, 2011.

	Level 1	Level 2	Level 3
Mutual funds:			
Small - cap	\$ 961,562	\$ -	\$ -
Mid - cap	1,123,108	-	-
Large - cap	3,414,649	-	-
Fixed income	1,515,840	-	-
International	2,509,132	-	-
Balanced - blended	59,263	-	-
Speciality	83,252	-	-
Total mutual funds	<u>9,666,806</u>	<u>-</u>	<u>-</u>
Guranteed income fund:			
Stable value	<u>-</u>	<u>1,975,175</u>	<u>-</u>
Total assets at fair value	<u>\$ 9,666,806</u>	<u>\$ 1,975,175</u>	<u>\$ -</u>

NOTE 6: TAX STATUS

The Plan has adopted a prototype plan which has obtained a favorable opinion letter on March 31, 2008, in which the Internal Revenue Service stated that the Plan is acceptable under Section 401 of the Code. The Plan has been amended since receiving the opinion letter, however, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Code.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability or asset if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. Plan management has determined that as of December 31, 2012 there are no uncertain tax positions taken or expected to be taken that would require recognition or disclosure in the financial statements. The Plan is subject to routine audits by taxing authorities; however there are currently no audits for any tax periods in progress. Plan management believes it is no longer subject to income tax examinations for years prior to 2009.

NOTE 7: PLAN TERMINATION

The Plan Sponsor has the right under the Plan to discontinue its contributions at any time and terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts. The Plan Sponsor was acquired by FMC Technologies, Inc. on April 25, 2012. On November 18, 2012, the merger of the Plan into the FMC Technologies, Inc. Savings and Investment Plan was approved by the Employee Benefit Committee of FMC Technologies, Inc. On December 31, 2012, Plan assets totaling \$20,040,195 were transferred from the Plan to the FMC Technologies, Inc. Savings and Investment Plan. The Plan was also terminated on this date.

NOTE 8: INVESTMENTS

The following represents investments with fair values in excess of 5% of net plan assets available for plan benefits as of December 31, 2011:

Prudential Guranteed Income Fund	\$ 1,975,175
Alger Capital Inst	\$ 1,500,694
JP Morgan Core Bond A	\$ 1,423,589
Pioneer Equity Income A	\$ 1,403,497
JP Morgan Int'l Value A	\$ 1,239,734
Janus Overseas Fund	\$ 1,152,465

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

	2012	2011
Mutual funds	\$ 1,300,451	\$ (608,965)
	<u>\$ 1,300,451</u>	<u>\$ (608,965)</u>

NOTE 9: RISKS AND UNCERTANTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least 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 statement of net assets available for benefits.

NOTE 10: PARTY-IN-INTEREST TRANSACTIONS

Certain investments are shares of mutual funds and the guaranteed income fund managed by Prudential Bank and Trust and Prudential Retirement Insurance and Annuity Company, the custodians of the Plan. Fees paid by the Plan for investment management services and recordkeeping services are recorded in administrative expenses. Certain fund management fees are recorded in net appreciation (depreciation) in fair value of investments and either reduce net appreciation or increase net depreciation. Plan investments include notes receivable from participants. These transactions and investments qualify as party-in-interest transactions which are exempt from the prohibited transaction rules of ERISA.

NOTE 11: SUBSEQUENT EVENTS

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through July 23, 2013, the date the financial statements were available to be issued, and management has determined that no subsequent events have occurred that should be disclosed except for the matter in the preceding paragraph.

*Financial Statements and
Independent Auditor's Report of*

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

December 31, 2012 and 2011

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

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INDEPENDENT AUDITOR'S REPORT

To the Plan Committee
Schilling Robotics 401(K) Plan & Trust
Davis, California

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Schilling Robotics 401(K) Plan & Trust, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of change in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Prudential Bank and Trust and Prudential Retirement Insurance and Annuity Company, the custodians of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the custodians hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained a certification from the custodians as of and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the custodians is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Emphasis of Matter

As discussed in Notes 1 and 7 to the financial statements, the Plan Sponsor was acquired by FMC Technologies, Inc. on April 25, 2012. On November 8, 2012, the Employee Benefit Committee of FMC Technologies, Inc. approved the merger of the Schilling Robotics 401(K) Plan & Trust into the FMC Technologies, Inc. Savings and Investment Plan. On December 31, 2012, assets totaling \$20,040,195 were transferred from the Schilling Robotics 401(K) Plan & Trust to the FMC Technologies, Inc. Savings and Investment Plan. In accordance with accounting principles generally accepted in the United States of America, the Plan has changed its basis of accounting from the ongoing basis to the liquidation basis for periods after November 8, 2012.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements other than that derived from the information certified by the custodians have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Campbell Taylor & Company

An Accountancy Corporation

July 23, 2013

Roseville, California

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2012 and 2011**

	<u>2012</u>	<u>2011</u>
ASSETS:		
Investments, at fair value		
Guaranteed income fund	\$ -	\$ 1,975,175
Mutual funds	<u>-</u>	<u>9,666,806</u>
Total investments	<u>-</u>	<u>11,641,981</u>
 Employee contribution receivable	 -	 1,302
Employer contribution receivable	-	2,000,139
Notes receivable from participants	<u>-</u>	<u>308,722</u>
 Net assets available for benefits	 <u><u>\$ -</u></u>	 <u><u>\$ 13,952,144</u></u>

The accompanying notes are an integral part of these financial statements.

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

**STATEMENTS OF CHANGE IN NET ASSETS AVAILABLE FOR BENEFITS
For the Years Ended December 31, 2012 and 2011**

	<u>2012</u>	<u>2011</u>
ADDITIONS TO NET ASSETS:		
Investment income (loss)		
Net appreciation (depreciation) in fair value of investments	\$ 1,300,451	\$ (608,965)
Interest, dividends and other income	<u>382,994</u>	<u>193,897</u>
Total investment income (loss)	<u>1,683,445</u>	<u>(415,068)</u>
Contributions		
Employee	1,786,008	1,534,086
Employer	604,364	2,564,899
Employee rollovers	<u>4,950,672</u>	<u>184,874</u>
Total contributions	<u>7,341,044</u>	<u>4,283,859</u>
Total additions	<u>9,024,489</u>	<u>3,868,791</u>
DEDUCTIONS FROM NET ASSETS:		
Benefits paid to participants	2,926,698	675,969
Administrative expenses	<u>9,740</u>	<u>6,610</u>
Total deductions	<u>2,936,438</u>	<u>682,579</u>
Transfer to FMC Technologies, Inc. Savings and Investment Plan	<u>20,040,195</u>	<u>-</u>
Net (decrease) increase	(13,952,144)	3,186,212
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>13,952,144</u>	<u>10,765,932</u>
End of year	<u>\$ -</u>	<u>\$ 13,952,144</u>

The accompanying notes are an integral part of these financial statements.

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

**NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011**

NOTE 1: DESCRIPTION OF PLAN

The following description of the Schilling Robotics 401(K) Plan & Trust (the “Plan”) provides only general information. Participants should refer to the Plan Document and Summary Plan Description for a more complete description of the Plan’s provisions.

General

The Plan, adopted September 1, 2003, is a defined contribution plan established for the benefit of employees of Schilling Robotics, LLC and its participating affiliates (the “Plan Sponsor”). Employees of the Plan Sponsor are eligible to enter the Plan on their date of hire.

The Plan is intended to satisfy all of the requirements for a qualified retirement plan under the appropriate provisions of the Internal Revenue Code (the “Code”) and similar state tax laws. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Four employees of the Plan Sponsor are trustees of the Plan.

Effective December 1, 2011, the Plan was amended to permit employer nonelective contributions.

The Plan Sponsor was acquired by FMC Technologies, Inc. on April 25, 2012. On December 31, 2012, Plan assets totaling \$20,040,195 were transferred from the Plan to the FMC Technologies, Inc. Savings and Investment Plan.

Plan Year

The Plan year begins January 1st and ends December 31st.

Contributions

The Plan allows for the following type of contributions:

- ***Salary Deferral 401(k) Contributions***

The Plan includes an elective salary deferral arrangement pursuant to section 401(k) of the Code. Employees are automatically enrolled into the Plan upon eligibility. The automatic enrollment contribution percentage is 6%; however employees may voluntarily contribute up to 100% of their eligible compensation, subject to various nondiscrimination tests and limitations prescribed by the Code, and they may choose to opt out of the automatic enrollment.

- ***Employee Roth Elective Salary Deferral Contributions***

Participants may make after-tax Roth elective salary deferral contributions.

- ***Employer Matching Contributions***

The Plan Sponsor will make matching contributions equal to the lesser of 50% of each participant’s elective salary deferrals, including elective Roth salary deferrals, or 3% of that participant’s compensation. In 2012 and 2011, the Plan Sponsor contributed \$604,364 and \$564,899, respectively, in matching contributions.

NOTE 1: DESCRIPTION OF PLAN (Continued)

- ***Employer Nonelective Contributions***

The Plan Sponsor may make discretionary nonelective contributions to the Plan. Nonelective contributions are allocated to eligible participants based on eligible compensation. Participants must be employed with the Plan Sponsor on the last day of the Plan year in order to receive an allocation of the nonelective contribution. The Plan Sponsor made a nonelective contribution of \$0 and \$2,000,000 in 2012 and 2011, respectively.

- ***Rollover Contributions***

Participants may make rollover contributions from another qualified plan.

Vesting

Participants are immediately fully vested in their salary deferral contributions and investment gains and losses credited thereon. Participants become 100% vested in Plan Sponsor matching contributions after one year of service. Participants become 100% vested in Plan Sponsor nonelective contributions after three years of service. To earn a year of service, a participant must be credited with at least 1,000 hours of service during the Plan year.

Forfeitures

Forfeitures from employer contributions may be used to pay Plan expenses or to reduce the amount of future employer matching contributions. Forfeitures of \$33,648 and \$1,915 were used to reduce employer matching contributions during the years ended December 31, 2012 and 2011, respectively. Forfeited amounts totaling \$666 and \$1,975 were available for use for the years ended December 31, 2012 and 2011, respectively.

Allocations

The Plan provides various investment fund options and allows participants to self-direct their investments.

Investment earnings and losses are allocated based on the actual earnings and losses in participants' self-directed accounts.

Retirement

Normal retirement under the Plan is age sixty-five (65).

Payment of Benefits

Upon death, disability, normal retirement, demonstration of financial hardship or attaining the age of 59 ½, participants may receive a distribution of their vested interest in their account balance. Benefit payments are made in single-lump sums. Required minimum distributions may be made in monthly, quarterly or annual installments.

Notes Receivable From Participants

The Plan allows participants to borrow from their accounts while employed by the Plan Sponsor. Loans may not exceed the lesser of \$50,000 or 50% of the participants account balance. Loan terms may be up to five years. Principal and interest are paid through payroll deductions. Loans are secured by the balance in the participants account.

Administrative Expenses

Fees and expenses incurred in the administration of the Plan, to the extent not paid by the Plan Sponsor, are charged to and paid from the Plan's assets. Expenses related to specific participant transactions are charged to the respective participant's account.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The December 31, 2011 financial statements have been prepared under the accrual basis of accounting. The December 31, 2012 financial statements have been prepared under the liquidation basis of accounting.

Investment Valuation and Income Recognition

Investments in mutual funds are stated at fair market value using quoted market prices when available. The guaranteed income fund is valued at fair value adjusted from the underlying guaranteed interest contracts. Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in dividend income. Increases or decreases in the unit values of investments are reflected in each participant's self directed account. Investments are valued daily.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2012 or 2011. If a participant ceases to make loan payments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Payment of Benefits

Benefits to participants are recorded when paid.

Estimates and Assumptions

The preparation of these financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 3: INFORMATION CERTIFIED BY CUSTODIANS

The following amounts were taken directly from statements provided and certified as complete and accurate by Prudential Bank and Trust and Prudential Retirement Insurance and Annuity Company as of December 31, 2012 and 2011.

	<u>2012</u>	<u>2011</u>
Mutual funds	\$ -	\$ 9,666,806
Guaranteed income fund	\$ -	\$ 1,975,175
Interest, dividends and other income	\$ 382,994	\$ 193,897
Net appreciation (depreciation) in fair value of investments	\$ 1,300,451	\$ (608,965)

NOTE 4: FORM 5500 RECONCILIATION

The Plan financial statements include differences from the Form 5500 as of December 31, 2012 and 2011, as follows:

	2012	2011
Contributions per Form 5500	\$ 9,342,485	\$ 2,282,418
Change in employer contribution receivable	(2,000,139)	2,000,139
Change in employee contribution receivable	(1,302)	1,302
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Net assets per Form 5500	\$ -	\$ 11,950,703
Employer contribution receivable	-	2,000,139
Employee contribution receivable	-	1,302
Net assets as reported	<u>\$ -</u>	<u>\$ 13,952,144</u>

NOTE 5: FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (FASB) ASC 820 provides a framework for measuring fair value. The framework provides a three-tier hierarchy that prioritizes the inputs to valuation techniques used for measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value are as follows:

Level 1: Inputs are unadjusted quoted prices for identical assets or liabilities that the Plan has the ability to access.

Level 2: Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, model-based valuation techniques for which all significant assumptions are observable in the market, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3: Inputs that are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Mutual Funds: The fair value of mutual funds is based on the quoted net asset value of the shares held.

Guaranteed Income Fund: The guaranteed income fund is valued at fair value adjusted from the underlying guaranteed interest contracts.

NOTE 5: FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis at December 31, 2011.

	Level 1	Level 2	Level 3
Mutual funds:			
Small - cap	\$ 961,562	\$ -	\$ -
Mid - cap	1,123,108	-	-
Large - cap	3,414,649	-	-
Fixed income	1,515,840	-	-
International	2,509,132	-	-
Balanced - blended	59,263	-	-
Speciality	83,252	-	-
Total mutual funds	<u>9,666,806</u>	<u>-</u>	<u>-</u>
Guranteed income fund:			
Stable value	<u>-</u>	<u>1,975,175</u>	<u>-</u>
Total assets at fair value	<u>\$ 9,666,806</u>	<u>\$ 1,975,175</u>	<u>\$ -</u>

NOTE 6: TAX STATUS

The Plan has adopted a prototype plan which has obtained a favorable opinion letter on March 31, 2008, in which the Internal Revenue Service stated that the Plan is acceptable under Section 401 of the Code. The Plan has been amended since receiving the opinion letter, however, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Code.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability or asset if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. Plan management has determined that as of December 31, 2012 there are no uncertain tax positions taken or expected to be taken that would require recognition or disclosure in the financial statements. The Plan is subject to routine audits by taxing authorities; however there are currently no audits for any tax periods in progress. Plan management believes it is no longer subject to income tax examinations for years prior to 2009.

NOTE 7: PLAN TERMINATION

The Plan Sponsor has the right under the Plan to discontinue its contributions at any time and terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts. The Plan Sponsor was acquired by FMC Technologies, Inc. on April 25, 2012. On November 18, 2012, the merger of the Plan into the FMC Technologies, Inc. Savings and Investment Plan was approved by the Employee Benefit Committee of FMC Technologies, Inc. On December 31, 2012, Plan assets totaling \$20,040,195 were transferred from the Plan to the FMC Technologies, Inc. Savings and Investment Plan. The Plan was also terminated on this date.

NOTE 8: INVESTMENTS

The following represents investments with fair values in excess of 5% of net plan assets available for plan benefits as of December 31, 2011:

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	2012	2011
Mutual funds	\$ 1,300,451	\$ (608,965)
	<u>\$ 1,300,451</u>	<u>\$ (608,965)</u>

NOTE 9: RISKS AND UNCERTANTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least 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 statement of net assets available for benefits.

NOTE 10: PARTY-IN-INTEREST TRANSACTIONS

Certain investments are shares of mutual funds and the guaranteed income fund managed by Prudential Bank and Trust and Prudential Retirement Insurance and Annuity Company, the custodians of the Plan. Fees paid by the Plan for investment management services and recordkeeping services are recorded in administrative expenses. Certain fund management fees are recorded in net appreciation (depreciation) in fair value of investments and either reduce net appreciation or increase net depreciation. Plan investments include notes receivable from participants. These transactions and investments qualify as party-in-interest transactions which are exempt from the prohibited transaction rules of ERISA.

NOTE 11: SUBSEQUENT EVENTS

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through July 23, 2013, the date the financial statements were available to be issued, and management has determined that no subsequent events have occurred that should be disclosed except for the matter in the preceding paragraph.

*Financial Statements and
Independent Auditor's Report of*

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

December 31, 2012 and 2011

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

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INDEPENDENT AUDITOR'S REPORT

To the Plan Committee
Schilling Robotics 401(K) Plan & Trust
Davis, California

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Schilling Robotics 401(K) Plan & Trust, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of change in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Prudential Bank and Trust and Prudential Retirement Insurance and Annuity Company, the custodians of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the custodians hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained a certification from the custodians as of and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the custodians is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Emphasis of Matter

As discussed in Notes 1 and 7 to the financial statements, the Plan Sponsor was acquired by FMC Technologies, Inc. on April 25, 2012. On November 8, 2012, the Employee Benefit Committee of FMC Technologies, Inc. approved the merger of the Schilling Robotics 401(K) Plan & Trust into the FMC Technologies, Inc. Savings and Investment Plan. On December 31, 2012, assets totaling \$20,040,195 were transferred from the Schilling Robotics 401(K) Plan & Trust to the FMC Technologies, Inc. Savings and Investment Plan. In accordance with accounting principles generally accepted in the United States of America, the Plan has changed its basis of accounting from the ongoing basis to the liquidation basis for periods after November 8, 2012.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements other than that derived from the information certified by the custodians have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Campbell Taylor & Company

An Accountancy Corporation

July 23, 2013

Roseville, California

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2012 and 2011**

	<u>2012</u>	<u>2011</u>
ASSETS:		
Investments, at fair value		
Guaranteed income fund	\$ -	\$ 1,975,175
Mutual funds	<u>-</u>	<u>9,666,806</u>
Total investments	<u>-</u>	<u>11,641,981</u>
 Employee contribution receivable	 -	 1,302
Employer contribution receivable	-	2,000,139
Notes receivable from participants	<u>-</u>	<u>308,722</u>
 Net assets available for benefits	 <u><u>\$ -</u></u>	 <u><u>\$ 13,952,144</u></u>

The accompanying notes are an integral part of these financial statements.

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

**STATEMENTS OF CHANGE IN NET ASSETS AVAILABLE FOR BENEFITS
For the Years Ended December 31, 2012 and 2011**

	<u>2012</u>	<u>2011</u>
ADDITIONS TO NET ASSETS:		
Investment income (loss)		
Net appreciation (depreciation) in fair value of investments	\$ 1,300,451	\$ (608,965)
Interest, dividends and other income	<u>382,994</u>	<u>193,897</u>
Total investment income (loss)	<u>1,683,445</u>	<u>(415,068)</u>
Contributions		
Employee	1,786,008	1,534,086
Employer	604,364	2,564,899
Employee rollovers	<u>4,950,672</u>	<u>184,874</u>
Total contributions	<u>7,341,044</u>	<u>4,283,859</u>
Total additions	<u>9,024,489</u>	<u>3,868,791</u>
DEDUCTIONS FROM NET ASSETS:		
Benefits paid to participants	2,926,698	675,969
Administrative expenses	<u>9,740</u>	<u>6,610</u>
Total deductions	<u>2,936,438</u>	<u>682,579</u>
Transfer to FMC Technologies, Inc. Savings and Investment Plan	<u>20,040,195</u>	<u>-</u>
Net (decrease) increase	(13,952,144)	3,186,212
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>13,952,144</u>	<u>10,765,932</u>
End of year	<u>\$ -</u>	<u>\$ 13,952,144</u>

The accompanying notes are an integral part of these financial statements.

**SCHILLING ROBOTICS
401(K) PLAN & TRUST**

**NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011**

NOTE 1: DESCRIPTION OF PLAN

The following description of the Schilling Robotics 401(K) Plan & Trust (the “Plan”) provides only general information. Participants should refer to the Plan Document and Summary Plan Description for a more complete description of the Plan’s provisions.

General

The Plan, adopted September 1, 2003, is a defined contribution plan established for the benefit of employees of Schilling Robotics, LLC and its participating affiliates (the “Plan Sponsor”). Employees of the Plan Sponsor are eligible to enter the Plan on their date of hire.

The Plan is intended to satisfy all of the requirements for a qualified retirement plan under the appropriate provisions of the Internal Revenue Code (the “Code”) and similar state tax laws. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Four employees of the Plan Sponsor are trustees of the Plan.

Effective December 1, 2011, the Plan was amended to permit employer nonelective contributions.

The Plan Sponsor was acquired by FMC Technologies, Inc. on April 25, 2012. On December 31, 2012, Plan assets totaling \$20,040,195 were transferred from the Plan to the FMC Technologies, Inc. Savings and Investment Plan.

Plan Year

The Plan year begins January 1st and ends December 31st.

Contributions

The Plan allows for the following type of contributions:

- ***Salary Deferral 401(k) Contributions***

The Plan includes an elective salary deferral arrangement pursuant to section 401(k) of the Code. Employees are automatically enrolled into the Plan upon eligibility. The automatic enrollment contribution percentage is 6%; however employees may voluntarily contribute up to 100% of their eligible compensation, subject to various nondiscrimination tests and limitations prescribed by the Code, and they may choose to opt out of the automatic enrollment.

- ***Employee Roth Elective Salary Deferral Contributions***

Participants may make after-tax Roth elective salary deferral contributions.

- ***Employer Matching Contributions***

The Plan Sponsor will make matching contributions equal to the lesser of 50% of each participant’s elective salary deferrals, including elective Roth salary deferrals, or 3% of that participant’s compensation. In 2012 and 2011, the Plan Sponsor contributed \$604,364 and \$564,899, respectively, in matching contributions.

NOTE 1: DESCRIPTION OF PLAN (Continued)

• ***Employer Nonelective Contributions***

The Plan Sponsor may make discretionary nonelective contributions to the Plan. Nonelective contributions are allocated to eligible participants based on eligible compensation. Participants must be employed with the Plan Sponsor on the last day of the Plan year in order to receive an allocation of the nonelective contribution. The Plan Sponsor made a nonelective contribution of \$0 and \$2,000,000 in 2012 and 2011, respectively.

• ***Rollover Contributions***

Participants may make rollover contributions from another qualified plan.

Vesting

Participants are immediately fully vested in their salary deferral contributions and investment gains and losses credited thereon. Participants become 100% vested in Plan Sponsor matching contributions after one year of service. Participants become 100% vested in Plan Sponsor nonelective contributions after three years of service. To earn a year of service, a participant must be credited with at least 1,000 hours of service during the Plan year.

Forfeitures

Forfeitures from employer contributions may be used to pay Plan expenses or to reduce the amount of future employer matching contributions. Forfeitures of \$33,648 and \$1,915 were used to reduce employer matching contributions during the years ended December 31, 2012 and 2011, respectively. Forfeited amounts totaling \$666 and \$1,975 were available for use for the years ended December 31, 2012 and 2011, respectively.

Allocations

The Plan provides various investment fund options and allows participants to self-direct their investments.

Investment earnings and losses are allocated based on the actual earnings and losses in participants' self-directed accounts.

Retirement

Normal retirement under the Plan is age sixty-five (65).

Payment of Benefits

Upon death, disability, normal retirement, demonstration of financial hardship or attaining the age of 59 ½, participants may receive a distribution of their vested interest in their account balance. Benefit payments are made in single-lump sums. Required minimum distributions may be made in monthly, quarterly or annual installments.

Notes Receivable From Participants

The Plan allows participants to borrow from their accounts while employed by the Plan Sponsor. Loans may not exceed the lesser of \$50,000 or 50% of the participants account balance. Loan terms may be up to five years. Principal and interest are paid through payroll deductions. Loans are secured by the balance in the participants account.

Administrative Expenses

Fees and expenses incurred in the administration of the Plan, to the extent not paid by the Plan Sponsor, are charged to and paid from the Plan's assets. Expenses related to specific participant transactions are charged to the respective participant's account.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The December 31, 2011 financial statements have been prepared under the accrual basis of accounting. The December 31, 2012 financial statements have been prepared under the liquidation basis of accounting.

Investment Valuation and Income Recognition

Investments in mutual funds are stated at fair market value using quoted market prices when available. The guaranteed income fund is valued at fair value adjusted from the underlying guaranteed interest contracts. Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in dividend income. Increases or decreases in the unit values of investments are reflected in each participant's self directed account. Investments are valued daily.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2012 or 2011. If a participant ceases to make loan payments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Payment of Benefits

Benefits to participants are recorded when paid.

Estimates and Assumptions

The preparation of these financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 3: INFORMATION CERTIFIED BY CUSTODIANS

The following amounts were taken directly from statements provided and certified as complete and accurate by Prudential Bank and Trust and Prudential Retirement Insurance and Annuity Company as of December 31, 2012 and 2011.

	<u>2012</u>	<u>2011</u>
Mutual funds	\$ -	\$ 9,666,806
Guaranteed income fund	\$ -	\$ 1,975,175
Interest, dividends and other income	\$ 382,994	\$ 193,897
Net appreciation (depreciation) in fair value of investments	\$ 1,300,451	\$ (608,965)

NOTE 4: FORM 5500 RECONCILIATION

The Plan financial statements include differences from the Form 5500 as of December 31, 2012 and 2011, as follows:

	2012	2011
Contributions per Form 5500	\$ 9,342,485	\$ 2,282,418
Change in employer contribution receivable	(2,000,139)	2,000,139
Change in employee contribution receivable	(1,302)	1,302
Contributions as reported	<u>\$ 7,341,044</u>	<u>\$ 4,283,859</u>
Net assets per Form 5500	\$ -	\$ 11,950,703
Employer contribution receivable	-	2,000,139
Employee contribution receivable	-	1,302
Net assets as reported	<u>\$ -</u>	<u>\$ 13,952,144</u>

NOTE 5: FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (FASB) ASC 820 provides a framework for measuring fair value. The framework provides a three-tier hierarchy that prioritizes the inputs to valuation techniques used for measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value are as follows:

Level 1: Inputs are unadjusted quoted prices for identical assets or liabilities that the Plan has the ability to access.

Level 2: Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, model-based valuation techniques for which all significant assumptions are observable in the market, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3: Inputs that are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Mutual Funds: The fair value of mutual funds is based on the quoted net asset value of the shares held.

Guaranteed Income Fund: The guaranteed income fund is valued at fair value adjusted from the underlying guaranteed interest contracts.

NOTE 5: FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis at December 31, 2011.

	Level 1	Level 2	Level 3
Mutual funds:			
Small - cap	\$ 961,562	\$ -	\$ -
Mid - cap	1,123,108	-	-
Large - cap	3,414,649	-	-
Fixed income	1,515,840	-	-
International	2,509,132	-	-
Balanced - blended	59,263	-	-
Speciality	83,252	-	-
Total mutual funds	<u>9,666,806</u>	<u>-</u>	<u>-</u>
Guranteed income fund:			
Stable value	<u>-</u>	<u>1,975,175</u>	<u>-</u>
Total assets at fair value	<u>\$ 9,666,806</u>	<u>\$ 1,975,175</u>	<u>\$ -</u>

NOTE 6: TAX STATUS

The Plan has adopted a prototype plan which has obtained a favorable opinion letter on March 31, 2008, in which the Internal Revenue Service stated that the Plan is acceptable under Section 401 of the Code. The Plan has been amended since receiving the opinion letter, however, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Code.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability or asset if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. Plan management has determined that as of December 31, 2012 there are no uncertain tax positions taken or expected to be taken that would require recognition or disclosure in the financial statements. The Plan is subject to routine audits by taxing authorities; however there are currently no audits for any tax periods in progress. Plan management believes it is no longer subject to income tax examinations for years prior to 2009.

NOTE 7: PLAN TERMINATION

The Plan Sponsor has the right under the Plan to discontinue its contributions at any time and terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts. The Plan Sponsor was acquired by FMC Technologies, Inc. on April 25, 2012. On November 18, 2012, the merger of the Plan into the FMC Technologies, Inc. Savings and Investment Plan was approved by the Employee Benefit Committee of FMC Technologies, Inc. On December 31, 2012, Plan assets totaling \$20,040,195 were transferred from the Plan to the FMC Technologies, Inc. Savings and Investment Plan. The Plan was also terminated on this date.

NOTE 8: INVESTMENTS

The following represents investments with fair values in excess of 5% of net plan assets available for plan benefits as of December 31, 2011:

Prudential Guranteed Income Fund	\$ 1,975,175
Alger Capital Inst	\$ 1,500,694
JP Morgan Core Bond A	\$ 1,423,589
Pioneer Equity Income A	\$ 1,403,497
JP Morgan Int'l Value A	\$ 1,239,734
Janus Overseas Fund	\$ 1,152,465

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

	2012	2011
Mutual funds	\$ 1,300,451	\$ (608,965)
	<u>\$ 1,300,451</u>	<u>\$ (608,965)</u>

NOTE 9: RISKS AND UNCERTANTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least 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 statement of net assets available for benefits.

NOTE 10: PARTY-IN-INTEREST TRANSACTIONS

Certain investments are shares of mutual funds and the guaranteed income fund managed by Prudential Bank and Trust and Prudential Retirement Insurance and Annuity Company, the custodians of the Plan. Fees paid by the Plan for investment management services and recordkeeping services are recorded in administrative expenses. Certain fund management fees are recorded in net appreciation (depreciation) in fair value of investments and either reduce net appreciation or increase net depreciation. Plan investments include notes receivable from participants. These transactions and investments qualify as party-in-interest transactions which are exempt from the prohibited transaction rules of ERISA.

NOTE 11: SUBSEQUENT EVENTS

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through July 23, 2013, the date the financial statements were available to be issued, and management has determined that no subsequent events have occurred that should be disclosed except for the matter in the preceding paragraph.