

STEELE MILTON

Form 4

March 03, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STEELE MILTON

(Last) (First) (Middle)

1735 MARKET STREET

(Street)

PHILADELPHIA, PA 19103

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
FMC CORP [FMC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2005

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

VP, Group Manager

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/01/2005		A	3,000	A \$ 0	25,680	D
Comon Stock	03/02/2005		M	4,576	A \$ 37.3085	30,256	D
Common Stock	03/02/2005		M	4,767	A \$ 32.1285	35,023	D
Common Stock	03/02/2005		M	1,907	A \$ 24.3259	36,930	D
Common Stock	03/02/2005		S	176	D \$ 50.78	36,754	D

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Common Stock	03/02/2005	S	200	D	\$ 50.79	36,554	D	
Common Stock	03/02/2005	S	3,900	D	\$ 50.8	32,654	D	
Common Stock	03/02/2005	S	200	D	\$ 50.81	32,454	D	
Common Stock	03/02/2005	S	100	D	\$ 50.82	32,354	D	
Common Stock	03/02/2005	S	3,543	D	\$ 50.77	28,811	D	
Common Stock	03/02/2005	S	1,224	D	\$ 50.78	27,587	D	
Common Stock	03/02/2005	S	1,000	D	\$ 50.7	26,587	D	
Common Stock	03/02/2005	S	100	D	\$ 50.74	26,487	D	
Common Stock	03/02/2005	S	807	D	\$ 50.77	25,680	D	
Common Stock						36,825.24	I	Thrift Plan <sup>(1)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D S (I)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to	\$ 37.3085	03/02/2005		M	4,576	01/02/1999	03/06/2006	Common Stock	4,576

Buy)

Stock

Option (Right to Buy)	\$ 32.1285	03/02/2005	M	4,767	01/02/2000	03/31/2007	Common Stock	4,767
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Stock

Option (Right to Buy)	\$ 24.3259	03/02/2005	M	1,907	01/02/1996	03/12/2007	Common Stock	1,907
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## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

STEELE MILTON  
1735 MARKET STREET  
PHILADELPHIA, PA 19103

VP, Group Manager

## Signatures

Andrea Utecht, as Attorney in fact for Milton  
Steele

03/03/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Based on plan statement as of March 2, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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