UTECHT ANDREA E

Form 4

March 02, 2007

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 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

2. Issuer Name and Ticker or Trading

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * UTECHT ANDREA E

(Middle)

(First)

1735 MARKET STREET

(Street)

(Month/Day/Year)

Symbol

02/28/2007

FMC CORP [FMC]

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

3. Date of Earliest Transaction

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify below)

VP, General Counsel

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

PHILADELPHIA, PA 19103

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secui	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	02/28/2007		S	700	D	\$ 73.74	29,847 (1)	D	
Common Stock	02/28/2007		S	1,200	D	\$ 73.75	28,647	D	
Common Stock	02/28/2007		S	100	D	\$ 73.76	28,547	D	
Common Stock	02/28/2007		S	700	D	\$ 73.77	27,847	D	
Common Stock	02/28/2007		S	1,300	D	\$ 73.78	26,547	D	

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Common Stock	02/28/2007	S	1,639	D	\$ 73.79	24,908	D	
Common Stock	02/28/2007	S	1,200	D	\$ 73.8	23,708	D	
Common Stock	02/28/2007	S	200	D	\$ 73.81	23,508	D	
Common Stock	02/28/2007	S	100	D	\$ 73.82	23,408	D	
Common Stock	02/28/2007	S	1,200	D	\$ 73.83	22,208	D	
Common Stock	02/28/2007	S	300	D	\$ 73.84	21,908	D	
Common Stock	02/28/2007	S	200	D	\$ 73.85	21,708	D	
Common Stock	02/28/2007	S	200	D	\$ 73.86	21,508	D	
Common Stock	02/28/2007	S	200	D	\$ 73.88	21,308	D	
Common Stock	02/28/2007	S	200	D	\$ 73.9	21,108	D	
Common Stock	02/28/2007	S	100	D	\$ 73.91	21,008	D	
Common Stock	02/28/2007	S	300	D	\$ 73.95	20,708	D	
Common Stock	02/28/2007	S	100	D	\$ 73.98	20,608	D	
Common Stock	02/28/2007	S	200	D	\$ 74.01	20,408	D	
Common Stock	02/28/2007	S	100	D	\$ 74.02	20,308	D	
Common Stock						3,130.09	I	Thrift Plan

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

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SEC 1474 (9-02)

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

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exercisal Expiration Date		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Yea e	ar)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Ex Exercisable Da	•	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

UTECHT ANDREA E 1735 MARKET STREET PHILADELPHIA, PA 19103

VP, General Counsel

Signatures

/s/ Andrea E. Utecht 03/02/2007

**Signature of Date
Reporting Person

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) This is a continuation of a Form 4 filed on March 2, 2007.
- (2) Based on plan statement as of February 23, 2007.

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

Reporting Owners 3