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UTECHT ANDREA E

Form 5

January 16, 2013

OMB APPROVAL FORM 5 **OMB**

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Reported Form 4

1(b).

Transactions Reported

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

1. Name and Address of Reporting Person ** UTECHT ANDREA E			2. Issuer Name and Ticker or Trading Symbol FMC CORP [FMC]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 1735 MARKET STREET			3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012				Director Officer (give t elow)		Owner er (specify	
	(Street)		Amendment, Date (Month/Day/Year)	Original		6	. Individual or Joi	nt/Group Repo	C	
PHILADEL	PHIA, PA 19	103				_	X_ Form Filed by C Form Filed by M erson			
(City)	(State)	(Zip)	Гable I - Non-Der	rivative Se	curiti	es Acqui	red, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code	4. Securi (A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	Â	Â	Â	Â	Â	Â	12,923.039	I	Thrift Plan (1)	
Common Stock	12/19/2012	Â	G	205 (2)	D	\$ 58.11	88,097	D	Â	

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SEC 2270

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January 31,

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration		Number		
						Exercisable	Date		of		
					(A) (D)				Shares		
					(4) (1)				SHales		

of D

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
UTECHT ANDREA E 1735 MARKET STREET	Â	Â	Exec. VP, General	Â			
PHILADELPHIA. PA 19103			Counsel, Sec				

Signatures

/s/ Andrea E.
Utecht

**Signature of Reporting Person

O1/16/2013

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 December 31, 2012.
- (2) These shares were donated to the United Way.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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 2