FMC CORP
Form 4
December 13, 2006

FORM 4

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

OMB APPROVAL

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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

(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)
12/11/2006

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/11/2006		M		3,623	A	$ 23.6	27,602	D	
Common Stock	12/11/2006		M		4,957	A	$ 24.26	32,559	D	
Common Stock	12/11/2006		M		2,479	A	$ 31.28	35,038	D	
Common Stock	12/11/2006		M		2,860	A	$ 36.65	37,898	D	
Common Stock	12/11/2006		M		1,081	A	$ 38.85	38,979	D	

Common Stock	12/11/2006	S	323	D	$ 72.99	38,656	D
Common Stock	12/11/2006	S	1,700	D	$ 73.05	36,956	D
Common Stock	12/11/2006	S	300	D	$ 73.08	36,656	D
Common Stock	12/11/2006	S	300	D	$ 73	36,356	D
Common Stock	12/11/2006	S	600	D	$ 73.18	35,756	D
Common Stock	12/11/2006	S	400	D	$ 72.99	35,356	D
Common Stock	12/11/2006	S	4,377	D	$ 72.99	30,979	D
Common Stock	12/11/2006	S	400	D	$ 73.12	30,579	D
Common Stock	12/11/2006	S	180	D	$ 73.18	30,399	D
Common Stock	12/11/2006	S	100	D	$ 73.22	30,299	D
Common Stock	12/11/2006	S	100	D	$ 73.29	30,199	D
Common Stock	12/11/2006	S	200	D	$ 73.25	29,199	D
Common Stock	12/11/2006	S	1,459	D	$ 73.23	28,540	D
Common Stock	12/11/2006	S	20	D	$ 73.18	28,520	D
Common Stock	12/11/2006	S	100	D	$ 73.17	28,420	D
Common Stock	12/11/2006	S	500	D	$ 73.24	27,920	D
Common Stock	12/11/2006	S	500	D	$ 73.25	27,420	D
Common Stock	12/11/2006	S	319	D	$ 73.11	27,101	D
Common Stock	12/11/2006	S	300	D	$ 73.13	26,801	D
Common Stock	12/11/2006	S	400	D	$ 73.24	26,401	D
	12/11/2006	S	1,341	D		25,060	D

Common Stock					$ 73.23			
Common Stock	12/11/2006	S	300	D	$ 73.08	24,760	D	
Common Stock	12/11/2006	S	781	D	$ 73.11	23,979	D	
Common Stock						43,612.23	I	Thrift Plan (1)

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

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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 Acquired (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 Buy)	$ 23.6	12/11/2006		M			3,623	01/02/1997	02/18/2008	Common Stock	3,623	
Stock Option (Right to Buy)	$ 24.26	12/11/2006		M			4,957	01/02/1998	04/21/2009	Common Stock	4,957	
Stock Option (Right to Buy)	$ 31.28	12/11/2006		M			2,479	01/02/1998	04/21/2010	Common Stock	2,479	
Stock Option (Right to Buy)	$ 36.65	12/11/2006		M			2,860	01/02/2001	02/24/2008	Common Stock	2,860	

Stock Option (Right to Buy)	$ 38.85	12/11/2006		M	1,081	01/02/2004	02/15/2011	Common Stock	1,081

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEELE MILTON 1735 MARKET STREET PHILADELPHIA, PA 19103			VP, Group Manager	

Signatures

/s/ Andrea E. Utecht, at Attorney in fact for Milton Steele	12/13/2006
**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 December 11, 2006.

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