

DOUGLAS MARK

Form 4

February 21, 2019

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DOUGLAS MARK

(Last) (First) (Middle)

FMC CORPORATION, 2929  
WALNUT STREET

(Street)

PHILADELPHIA, PA 19104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FMC CORP [FMC]3. Date of Earliest Transaction  
(Month/Day/Year)  
02/20/20194. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

President and COO

6. Individual or Joint/Group Filing(Check Applicable Line)  
☒ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount (A) or (D)                                                                             | Price                                                    |                                   |
| Common Stock                    | 02/20/2019                           |                                                    | A                              |                                                                   | 1,120                                                                                         | A \$ 0                                                   | 58,404 D                          |
| Common Stock                    | 02/20/2019                           |                                                    | A                              |                                                                   | 1,112                                                                                         | A \$ 0                                                   | 59,516 D                          |
| Common Stock                    | 02/20/2019                           |                                                    | A                              |                                                                   | 24 <sup>(1)</sup>                                                                             | A \$ 0                                                   | 59,540 D                          |
| Common Stock                    | 02/20/2019                           |                                                    | A                              |                                                                   | 14 <sup>(1)</sup>                                                                             | A \$ 0                                                   | 59,554 D                          |
| Common Stock                    | 02/20/2019                           |                                                    | A                              |                                                                   | 5,661                                                                                         | A \$ 0                                                   | 65,215 D                          |

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|                 |          |   |                        |
|-----------------|----------|---|------------------------|
| Common<br>Stock | 23,738.9 | I | Thrift Plan<br>(2) (3) |
|-----------------|----------|---|------------------------|

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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                            | (A)                                                            | (D)                                                                 |                                     |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 87.45                                                           | 02/20/2019                              |                                                             | A                                    |                                                                                                              | 24,204                                                         | 02/20/2022 02/20/2029                                               | Common<br>Stock 24,204              |

## Reporting Owners

| Reporting Owner Name / Address                                                  | Relationships                    |
|---------------------------------------------------------------------------------|----------------------------------|
|                                                                                 | Director 10% Owner Officer Other |
| DOUGLAS MARK<br>FMC CORPORATION<br>2929 WALNUT STREET<br>PHILADELPHIA, PA 19104 | President and COO                |

## Signatures

/s/ Andrea E. Utecht, as attorney in fact for Mark A.  
Douglas 02/21/2019

\*\*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) These shares were issued pursuant to dividend equivalent rights accrued with respect to performance based restricted stock units that were "banked" or vested as of this date.

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- (2) Based on plan statement as of August 15, 2018. On August 14-15, 2018, the reporting person acquired 2,350 shares of common stock through the Issuer's Thrift Plan.
- (3) Based on plan statement as of February 19, 2019.

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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