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, M 2018 9
Date of Report (Date of earliest event reported)

M F C
(Exact name of registrant as specified in its charter)

E
(State or other jurisdiction of incorporation)

- 001 37 83 9
(Commission File Number)

- 8 1283037 9
(I.R.S. Employer Identification No.)

O P . C
, L P K
(Address of principal executive offices)

E 4M 8 P C
(Zip Code)

+ 44 203 42 3 50 9 9
(Registrant's telephone number, including area code)

N A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

On May 9, 2018, TechnipFMC plc ("TechnipFMC") issued a news release announcing its financial results for the fiscal quarter ended March 31, 2018. A copy of the news release is furnished as Exhibit 99.1 to this report and is incorporated herein by reference.

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(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	News Release issued by TechnipFMC dated May 9, 2018

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99.1	News Release issued by TechnipFMC plc dated May 9, 2018

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

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0		\$2,501.1
0 0		\$1,072.3
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Reconciliation of U.S. GAAP to non-GAAP financial measures are detailed below and in the financial schedules.

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	\$371.6	\$248.4	49.6%
()	\$30.6	(\$18.6)	n/m
	\$50.3	\$36.0	39.7%
	13.5%	14.5%	(96) bps
	\$409.6	\$241.5	69.6%
	\$409.5	\$432.0	(5.2)%

Surface Technologies reported first quarter revenue of \$371.6 million. Revenue increased 49.6 percent from the prior-year quarter, driven primarily by increased activity in the North American market. Revenue growth reflected the strong increase in demand for hydraulic fracturing, wellhead, and flow metering equipment. International revenues also increased versus the prior-year quarter, although at a more moderate pace.

Surface Technologies reported operating profit of \$30.6 million. Operating profit improved significantly year-over-year, driven by higher global activity levels as well as improved pricing in North America; international pricing continues to negatively impact results. Adjusted EBITDA was impacted by these same factors, driving a 39.7 percent improvement to \$50.3 million.

Operating margin declined versus the prior-year quarter in part due to lower-priced backlog and project award deferrals in international markets. Activity growth in North America was also negatively impacted by weather and other transitory issues. Results were further impacted by the costs associated with the reactivation of frac assets. These same factors led to a 96 basis point decline in adjusted EBITDA margin to 13.5 percent.

We continue to expect North American activity to improve over the remainder of the year. Additionally, we are experiencing increased demand for our integrated pad offering in the North American shale market. Targeted business investment should also benefit near-term results.

Inbound orders for the quarter of \$409.6 million improved 4 percent sequentially and by 69.6 percent over the prior year. Backlog was \$409.5 million. Given the short-cycle nature of the business, most orders are quickly converted into sales revenue; longer contracts are typically converted within twelve months.

Corporate expense in the first quarter was \$59.8 million. Excluding charges and credits of \$8 million associated with the merger as well as restructuring and other severance charges, corporate expense was \$51.8 million. Also included in corporate expense was \$19 million of foreign exchange losses.

Net interest expense was \$87.4 million in the quarter, which included an increase in the liability payable to joint venture partners of \$71.2 million.

The Company recorded a tax provision during the first quarter of \$49.3 million. The quarterly rate reflects a discrete withholding tax and an increase in valuation allowances in certain jurisdictions for which no future profitability is expected. Excluding the impact of these discrete items, the effective tax rate in the quarter was 26.5 percent.

Total depreciation and amortization for the first quarter was \$131.8 million, including depreciation and amortization related to purchase price accounting for the merger of \$21.7 million.

Capital expenditures were \$53.2 million during the first quarter.

The Company repurchased 3 million shares during the quarter for total consideration of \$92.6 million. Since inception of the repurchase program in 2017, the Company has repurchased 5.1 million shares for total consideration of \$151.1 million. The Company remains committed to repurchasing the full authorization of up to \$500 million in ordinary shares no later than the end of 2018.

On January 1, 2018, we adopted ~~Alior~~

The Company's full-year guidance for 2018 is provided below. The following update is reflected in the outlook:

- Onshore/Offshore EBITDA margin¹ of at least 11.5% (excluding charges and credits); EBITDA margin¹ guidance has been increased from the previous guidance of at least 10.5%.

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Updated May 9, 2018

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Revenue in a range of \$5.0 - 5.3 billion EBITDA margin ¹ at least 14% (excluding amortization related impact of purchase price accounting, and other charges and credits)	Revenue in a range of \$5.3 - 5.7 billion EBITDA margin ¹ at least 11.5%* (excluding amortization related impact of purchase price accounting, and other charges and credits)	Revenue in a range of \$1.5 - 1.6 billion EBITDA margin ¹ at least 17.5% (excluding amortization related impact of purchase price accounting, and other charges and credits)

<p>\$40 - 45 million per quarter (excluding the impact of foreign currency fluctuations)</p> <p>approximately \$20 - 22 million per quarter (excluding the impact of revaluation of partners' redeemable financial liability)</p> <p>28 - 32% for the full year (excluding the impact of discrete items)</p> <p>approximately \$300 million for the full year</p> <p>approximately \$100 million for the full year</p>
<p>\$450 million annual savings (\$200 million exit run-rate 12/31/17, \$400 million exit run-rate 12/31/18, \$450 million exit run-rate 12/31/19)</p>

¹ Our guidance measures adjusted EBITDA margin, corporate expense, net excluding the impact of foreign currency fluctuations, net interest expense excluding the impact of revaluation of partners' redeemable financial liability, and tax rate excluding the impact of discrete items are non-GAAP financial measures. We are unable to provide a reconciliation to comparable GAAP financial measures on a forward-looking basis without unreasonable effort because of the unpredictability of the individual components of the most directly comparable GAAP financial measure and the variability of items excluded from each such measure. Such information may have a significant, and potentially unpredictable, impact on our future financial results.

The Company will host a teleconference on Thursday, May 10, 2018 to discuss the first quarter 2018 financial results. The call will begin at 1 p.m. London time (8 a.m. New York time). Dial-in information and an accompanying presentation can be found at www.technipfmc.com.

will also be available on the company's website.

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b iA M F iT e C

TechnipFMC is a global leader in subsea, onshore/offshore, and surface projects. With our proprietary technologies and production systems, integrated expertise, and comprehensive solutions, we are transforming our clients' project economics.

We are uniquely positioned

- *downgrade in the ratings of our debt could restrict our ability to access the debt capital markets;*
- *the outcome of uninsured claims and litigation against us;*
- *the risks of currency exchange rate fluctuations associated with our international operations;*
- *risks that the legacy businesses of FMC Technologies, Inc. and Technip \$at the le*



The U.S. GAAP financial statements for TechnipFMC plc and consolidated subsidiaries are provided on the following pages. The financial results reflect the following information:

- On January 16, 2017, TechnipFMC was created by the business combination of Technip S.A. (Technip) and FMC Technologies, Inc. (FMC Technologies).

Therefore, the results for the three months ended March 31, 2017:

1. Include the results of Technip for the full period;
2. Include the results of FMC Technologies for the period January 17 to March 31, 2017; revenue of \$112.9 million during the period from January 1 to January 16, 2017 were excluded, of which approximately 70 percent was reported in Subsea and the remainder in Surface Technologies.

When referencing these financial statements, adjusted EBITDA is also used to describe EBITDA excluding amortization related to the impact of purchase price accounting and other charges and credits.

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	2018 2017	
Subsea	\$ 1,180.2	\$ 1,376.7
Onshore/Offshore	1,573.4	1,764.0
Surface Technologies	371.6	248.4
Other revenue	—	(1.1)
	<u>\$ 3,125.2</u>	<u>\$ 3,388.0</u>
<u>Segment operating profit (loss)</u>		
Subsea	\$ 54.4	\$ 54.2
Onshore/Offshore	202.9	142.8
Surface Technologies	30.6	(18.6)
Total segment operating profit	<u>287.9</u>	<u>178.4</u>
<u>Corporate items</u>		
Corporate expense, net (1)	(59.8)	(59.7)
Net interest expense	(87.4)	(82.1)
Total corporate items	<u>(147.2)</u>	<u>(141.8)</u>
Net Income before income taxes (2)	<u>\$ 140.7</u>	<u>\$ 36.6</u>

(1) Corporate expense, net primarily includes corporate staff expenses, stock-based compensation expenses, other employee benefits, certain foreign exchange gains and losses, and merger-related transaction expenses.

(2) Includes amounts attributable to noncontrolling interests.

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		2018	2017
Subsea	\$	1,227.8	\$ 666.0
Onshore/Offshore		1,849.6	682.0
Surface Technologies		409.6	241.5
Total inbound orders	\$	<u>3,487.0</u>	<u>\$ 1,589.5</u>

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		M	31
		2018	2017
Subsea	\$	6,110.9	\$ 6,558.2
Onshore/Offshore		7,491.6	9,066.0
Surface Technologies		409.5	432.0
Total order backlog	\$	<u>14,012.0</u>	<u>\$ 16,056.2</u>

(1) Inbound orders represent the estimated sales value of confirmed customer orders received during the reporting period.

	()	M	31	,	31D
			2018			2017
Cash and cash equivalents	\$		6,220.6	\$		6,737.4
Trade receivables, net			2,444.0			1,484.4
Contract assets			1,470.1			1,755.5
Inventories, net			1,036.8			987.0
Other current assets			2,002.0			2,012.8
Total current assets			<u>13,173.5</u>			<u>12,977.1</u>
Property, plant and equipment, net			3,900.3			3,871.5
Goodwill			9,012.2			8,929.8
Intangible assets, net			1,301.6			1,333.8
Other assets			1,140.2			1,151.5
Total assets	\$		<u>28,527.8</u>	\$		<u>28,263.7</u>
Short-term debt and current portion of long-term debt	\$		87.2	\$		77.1
Accounts payable, trade			3,729.2			3,958.7
Contract liabilities			3,914.2			3,314.2
Other current liabilities			2,540.1			2,479.4
Total current liabilities			<u>10,270.7</u>			<u>9,829.4</u>
Long-term debt, less current portion			3,735.8			3,777.9
Other liabilities			1,239.5			1,247.0
TechnipFMC plc stockholders' equity			13,265.1			13,387.9
Noncontrolling interests			16.7			21.5
Total liabilities and equity	\$		<u>28,527.8</u>	\$		<u>28,263.7</u>

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	Earnings (loss) attributable to TechnipFMC plc, as reported		Adjusted earnings (loss) attributable to TechnipFMC plc	
	2018	2017	2018	2017
(after-tax)				
Net income (loss) attributable to TechnipFMC plc, as reported	\$ 9	\$ (19)		
<u>Charges and (credits):</u>				
Impairment and other charges (1)	2	—		
Restructuring and other severance charges (2)	6	7		
Business combination transaction and integration costs (3)	4	39		
Purchase price accounting adjustments (4)	24	95		
Total	36	141		
Adjusted net income attributable to TechnipFMC plc	\$ 131	\$ 122		
Earnings (loss) per diluted EPS attributable to TechnipFMC plc, as reported	\$ 0.20	\$ (0.04)		
Adjusted diluted EPS attributable to TechnipFMC plc	\$ 0.28	\$ 0.26		

(1) Tax effect

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Revenue	\$ 1,180.2	\$ 1,573.4	\$ 371.6	\$ —	\$ 3,125.2
Operating profit, as reported (pre-tax)	\$ 54.4	\$ 202.9	\$ 30.6	\$ (59.8)	\$ 228.1
Charges and (credits):					
Impairment and other charges	0.4	2.6	—	—	3.0
Restructuring and other severance charges	2.7	0.9	2.4	2.5	8.5
Business c					
