



FMC Corporation


FMC NYSE

Chemicals - Diversified

Market Capitalization USD:

\$4,951.25 mm

CONCERN LEVEL: LOW

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Pierre R. Brondeau

Age: 54

CEO Since: 2010

	2009	2010	2011
Base Salary	\$1,015,000	\$900,000	\$950,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$1,614,751	\$2,238,556	\$2,421,767
Benefits and Perquisites	\$107,137	\$179,956	\$333,055
TOTAL ANNUAL COMPENSATION	\$2,736,888	\$3,318,512	\$3,704,822
Increase in Post-Retirement Benefits	\$1,948,713	\$0	\$0
Stock Option Awards	\$740,864	\$894,152	\$1,203,236
Stock Awards	\$733,127	\$5,549,437	\$1,182,231
TOTAL COMPENSATION	\$6,159,592	\$9,762,101	\$6,090,289
Median of Other Named Executive Officers Total Compensation	\$1,908,956	\$2,619,452	\$2,211,449
Value Realized on Exercise of Stock Option	\$10,864,312	\$0	\$0
Value Realized on Vesting of Stock	\$655,363	\$0	\$563,424
TOTAL REALIZED EQUITY COMPENSATION	\$11,519,675	\$0	\$563,424

Proxy Date: 16 Mar 2012

Annual Meeting Date: 24 Apr 2012

Equity Reserves: 7.28%

Stock Option Run Rate: 0.37%

FMC Corporation

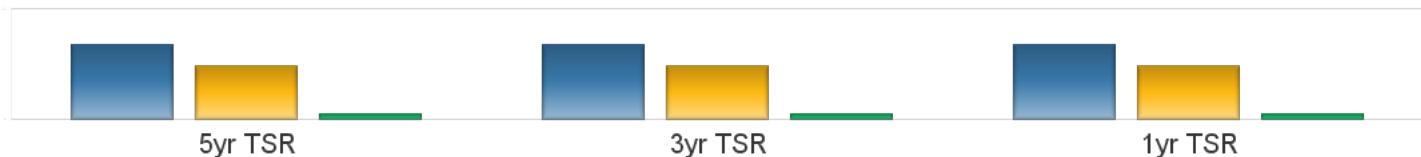
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ FMC



Peer Comparisons (TRBC) = Basic Materials

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
FMC	FMC Corporation	\$6,159,592	\$9,762,101	\$6,090,289	\$4,951,250,849
SMG	Scotts Miracle-Gro Company (The)	\$7,548,657	\$6,047,410	\$4,209,660	\$2,897,492,921
NUE	Nucor Corporation	\$2,884,064	\$6,770,807		\$9,999,569,006
OI	Owens-Illinois, Inc.	\$8,762,311	\$7,791,521		\$2,476,645,234
RGLD	Royal Gold, Inc	\$991,641	\$2,475,823		\$3,507,187,052
PKG	Packaging Corporation of America	\$6,318,403	\$6,642,754		\$2,366,464,686
ROC	Rockwood Holdings, Inc.	\$6,181,602	\$13,158,331		\$2,582,882,559

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Airgas, Inc., International Flavors and Fragrances, Inc., Albermarle Corporation, The Lubrizol Corporation, Ashland, Inc., Nalco Holding Company, Cabot Corporation, Olin Corporation, Celanese Corporation, PPG Industries, Inc., Chemtura Corporation, Rockwood Holdings, Inc., Cytec Industries Inc., Scott's Miracle-GRO Company, Eastman Chemical Company, Sigma-Aldrich Corporation, Ecolab Inc., The Valspar Corporation, Grace, (W.R.) & Company, Westlake Chemical Corporation, Huntsman Corporation.

Performance Peer Group

The comparator group used for the LTIP includes peer group companies used for purposes of compensation comparison, as well as other companies, so that there is a group large enough to enable meaningful and credible differentiation in performance.

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Edward J. Mooney	Chairman	70	Male	15	Outside Related
C. Scott Greer	Member	61	Male	10	Outside Related
Paul J. Norris	Member	64	Male	6	Outside
William H. Powell	Member	66	Male	1	Outside

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