FMC CORPORATION
RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF NET INCOME (LOSS) ATTRIBUTABLE TO FMC STOCKHOLDERS (GAAP) TO ADJUSTED AFTER-TAX EARNINGS FROM CONTINUING OPERATIONS, ATTRIBUTABLE TO FMC STOCKHOLDERS (NON-GAAP)

(Unaudited, in millions, except per share amounts)

	Three Months Ended March 31, 2018	Three Months Ended March 31, 2017
Net income (loss) attributable to FMC stockholders (GAAP)	$ 267.2	$ (124.2)
Corporate special charges (income):		
Restructuring and other charges (income) [(a)]	(77.7)	8.3
Non-operating pension and postretirement charges (income) [(b)]	0.5	(4.6)
Transaction-related charges [(c)]	52.2	9.2
Income tax expense (benefit) on Corporate special charges (income) [(d)]	7.3	(4.4)
Discontinued operations attributable to FMC stockholders, net of income taxes [(e)]	(6.5)	168.7
Tax adjustment [(f)]	7.7	5.4
Adjusted after-tax earnings from continuing operations attributable to FMC stockholders (Non-GAAP) [(1)]	**$ 250.7**	**$ 58.4**
Diluted earnings per common share (GAAP)	$ 1.96	$ (0.92)
Corporate special charges (income) per diluted share, before tax:		
Restructuring and other charges (income)	(0.57)	0.06
Non-operating pension and postretirement charges	—	(0.04)
Transaction-related charges	0.38	0.07
Income tax expense (benefit) on Corporate special charges (income), per diluted share	0.06	(0.03)
Discontinued operations attributable to FMC stockholders, net of income taxes per diluted share	(0.05)	1.25
Tax adjustments per diluted share	0.06	0.04
Diluted adjusted after-tax earnings from continuing operations per share, attributable to FMC stockholders (Non-GAAP)	**$ 1.84**	**$ 0.43**
Average number of shares outstanding used in diluted adjusted after-tax earnings from continuing operations per share computations	136.2	135.1

(1) The Company believes that the Non-GAAP financial measure "Adjusted after-tax earnings from continuing operations attributable to FMC stockholders" and its presentation on a per share basis provides useful information about the Company's operating results to investors and securities analysts. Adjusted earnings excludes the effects of corporate special charges, tax-related adjustments and the results of our discontinued operations. The Company also believes that excluding the effects of these items from operating results allows management and investors to compare more easily the financial performance of its underlying businesses from period to period.

(a) **Three Months Ended March 31, 2018:**

Restructuring and other charges (income) primarily consists of a gain on sale of $85.0 million from the divestment of a portion of FMC's European herbicide portfolio to Nufarm Limited. This divestiture satisfied FMC's commitment to the European Commission related to the DuPont Crop Protection Acquisition. Additionally, restructuring and other charges (income) includes charges within FMC Agricultural Solutions of $2.6 million, which includes approximately $1 million of accelerated depreciation charges related to certain fixed assets that will no longer be used when we exit our Ewing R&D facility as well as miscellaneous restructuring efforts. Additionally, we implemented a formal plan to restructure our operations at the FMC Lithium manufacturing site located in Bessemer City, North Carolina. The objective of this restructuring plan was to optimize both the assets and cost structure by reducing certain production lines at the plant which resulted in restructuring and asset disposal charges of $2.1 million.

Three Months Ended March 31, 2017:

Restructuring and other charges (income) represents $4.5 million of exit costs related to the termination of our interest in a variable interest entity that was previously consolidated and part of our FMC Agricultural Solutions segment. Additionally, restructuring and other charges (income) includes charges of continuing environmental sites treated as a Corporate charge of $2.3 million and other Corporate charges of $1.5 million.

(b) Our non-operating pension and postretirement costs are defined as those costs related to interest, expected return on plan assets, amortized actuarial gains and losses and the impacts of any plan curtailments or settlements. These costs are primarily related to changes in pension plan assets and liabilities which are tied to financial market performance and we consider these costs to be outside our operational performance. We exclude these non-operating pension and postretirement costs from our segments as we believe that removing them provides a better understanding of the underlying profitability of our businesses, provides increased transparency and clarity in the performance of our retirement plans and enhances period-over-period comparability. We continue to include the service cost and amortization of prior service cost in our Adjusted Earnings results noted above. We believe these elements reflect the current year operating costs to our businesses for the employment benefits provided to active employees.

(c) Charges related to the legal and professional fees associated with acquisitions and separation activities. Amounts represent the following:

	Three Months Ended March 31,	
(in Millions)	**2018**	**2017**
Transaction-related charges		
Legal and professional fees [1]	$ 22.3	$ 9.2
Inventory fair value amortization [2]	29.9	—
Total Transaction-related charges	**$ 52.2**	**$ 9.2**

(1) Represents transaction costs, costs for transitional employees, other acquired employees related costs, and integration-related and transactional-related legal and professional third-party fees. These charges are recorded as a component of “Selling, general and administrative expense" on the condensed consolidated statements of income (loss).

(2) These charges are included in “Costs of sales and services” on the condensed consolidated statements of income (loss).

(d) The income tax expense (benefit) on Corporate special charges (income) is determined using the applicable rates in the taxing jurisdictions in which the corporate special charge or income occurred and includes both current and deferred income tax expense (benefit) based on the nature of the non-GAAP performance measure.

(e) **Three Months Ended March 31, 2018 and 2017**

Discontinued operations, net of income taxes include, in periods up to its sale (on November 1, 2017), the results of FMC Health and Nutrition as well as provisions, net of recoveries, for environmental liabilities and legal reserves and expenses related to previously discontinued operations. Discontinued operations, net of income taxes for the three months ended March 31, 2018 includes an additional gain on sale of the FMC Health and Nutrition business to DuPont of approximately $16 million as a result of the adjustment to the final working capital. During the three months ended March 31, 2017, we reclassified the FMC Health and Nutrition segment as a discontinued operation. We determined the fair value of the Omega-3 business, which was previously part of the broader FMC Health and Nutrition reporting unit, was significantly less than its carrying value. As a result, we recorded an impairment charge of approximately $185 million ($165 million, net of tax) for the three months ended March 31, 2017.

(f) We exclude the GAAP tax provision, including discrete items, from the Non-GAAP measure of income, and instead include a Non-GAAP tax provision based upon the projected annual Non-GAAP effective tax rate. The GAAP tax provision includes certain discrete tax items including, but are not limited to: income tax expenses or benefits that are not related to ongoing business operations in the current year; tax adjustments associated with fluctuations in foreign currency remeasurement of certain foreign operations; certain changes in estimates of tax matters related to prior fiscal years; certain changes in the realizability of deferred tax assets and related interim accounting impacts; and changes in tax law. Management believes excluding these discrete tax items assists investors and securities analysts in understanding the tax provision and the effective tax rate related to ongoing operations thereby providing investors with useful supplemental information about FMC's operational performance.

	Three Months Ended March 31,	
(in Millions)	**2018**	**2017**
Non-GAAP tax adjustments		
Impacts of Tax Cuts and Jobs Act [1]	$ 0.8	$ —
Revisions to valuation allowances of historical deferred tax assets	(1.8)	3.4
Foreign currency remeasurement and other discrete items	8.7	2.0
Total Non-GAAP tax adjustments	**$ 7.7**	**$ 5.4**

(1) On December 22, 2017, the United States enacted the Tax Cuts and Jobs Act (the "Act"), which, among other things, reduces the federal income tax rate from 35% to 21% effective January 1, 2018, and imposes a transition tax on deemed repatriated earnings of foreign subsidiaries which will be payable over eight years. During the three months ended March 31, 2018, we recorded an adjustment to our provisional tax expense of $0.8 million of income tax benefit pertaining to a change in the estimated impact of the remeasurement of the Company's U.S. net deferred tax assets and the realizability of the Company's U.S. state net deferred tax assets.

RECONCILIATION OF NET INCOME (LOSS) (GAAP) TO ADJUSTED EARNINGS FROM CONTINUING OPERATIONS, BEFORE INTEREST, DEPRECIATION AND AMORTIZATION, AND INCOME TAXES (NON-GAAP)

(Unaudited, in millions)

	Three Months Ended March 31,	
	2018	**2017**
Net income (loss) (GAAP)	$ 269.6	$ (123.8)
Restructuring and other charges (income)	(77.7)	8.3
Non-operating pension and postretirement charges (income)	0.5	(4.6)
Transaction-related charges	52.2	9.2
Discontinued operations, net of income taxes	(6.5)	168.8
Interest expense, net	33.9	15.7
Depreciation and amortization	39.1	23.6
Provision (benefit) for income taxes	68.7	9.4
Adjusted earnings from continuing operations, before interest, income taxes, depreciation and amortization, and noncontrolling interests (Non-GAAP) [1]	**$ 379.8**	**$ 106.6**

(1) Referred to as Adjusted EBITDA. Adjusted EBITDA is defined as operating profit excluding depreciation and amortization expense.

RECONCILIATION OF CASH PROVIDED (REQUIRED) BY OPERATING ACTIVITIES (GAAP) TO ADJUSTED CASH FROM OPERATIONS (NON-GAAP)

(Unaudited, in millions)

	Three Months Ended March 31,	
	2018	**2017**
Cash provided (required) by operating activities (GAAP)	$ (61.7)	$ (70.0)
Transaction and integration costs	34.0	—
Adjusted cash from operations (Non-GAAP) [1]	**$ (27.7)**	**$ (70.0)**

(1) The Company believes that the Non-GAAP financial measure "Adjusted cash from operations" provides useful information about the Company's cash flows to investors and securities analysts. Adjusted cash from operations excludes the effects of transaction-related cash flows. The Company also believes that excluding the effects of these items from cash provided (required) by operating activities allows management and investors to compare more easily the cash flows from period to period.