

FREEPORT MCMORAN COPPER &amp; GOLD INC

Form 4

November 04, 2005

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ADKERSON RICHARD C

2. Issuer Name **and** Ticker or Trading  
Symbol

FREEPORT MCMORAN COPPER  
& GOLD INC [FCX]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

1615 POYDRAS STREET

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)

11/02/2005

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

President and CEO

4. If Amendment, Date Original  
Filed(Month/Day/Year)

NEW ORLEANS, LA 70112

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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			
Class B Common Stock	11/02/2005		S		3,700	D	\$ 50.25	700,326	D	
Class B Common Stock	11/02/2005		S		200	D	\$ 50.24	700,126	D	
Class B Common Stock	11/02/2005		S		4,400	D	\$ 50.23	695,726	D	
Class B Common	11/02/2005		S		5,400	D	\$ 50.22	690,326	D	

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Stock

Class B Common Stock	11/02/2005	S	1,800	D	\$ 50.21	688,526	D
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Class B Common Stock	11/02/2005	S	33,200	D	\$ 50.2	655,326	D
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Class B Common Stock	11/02/2005	S	600	D	\$ 50.19	654,726	D
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Class B Common Stock	11/02/2005	S	1,200	D	\$ 50.17	653,526	D
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Class B Common Stock	11/02/2005	S	1,100	D	\$ 50.14	652,426	D
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Class B Common Stock	11/02/2005	S	700	D	\$ 50.12	651,726 <sup>(1)</sup>	D
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Class B Common Stock						8,777	I	By IRA
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Class B Common Stock						2,668 <sup>(2)</sup>	I	By 401(k) Plan
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or

Number  
of  
Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
ADKERSON RICHARD C 1615 POYDRAS STREET NEW ORLEANS, LA 70112	President and CEO

## Signatures

Kelly C. Simoneaux, on behalf of Richard C. Adkerson pursuant to a power of attorney

11/04/2005

\_\_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).

Following the reported transactions, the Reporting Person's direct beneficial ownership includes 232,921 Class B Common Stock

(1) Restricted Stock Units. The Reporting Person also holds options to acquire 1,199,827 shares of Class B Common Stock, all of which are unvested.

(2) Based on plan statement as of September 30, 2005.

### Remarks:

2 of 2 Forms 4 filed November 4, 2005 to report transactions occurring on November 2, 2005.

See first Form 4 for the remainder of the reported transactions.

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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