

JOHNSTON J BENNETT

Form 4

October 31, 2007

**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  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
JOHNSTON J BENNETT

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)  
2099 PENNSYLVANIA AVE.,  
N.W., SUITE 850

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/29/2007

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

(Street)

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

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

WASHINGTON, DC 20006

(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		
Common Stock	10/29/2007		M		2,500	A	\$ 11.165	72,038	D
Common Stock	10/29/2007		M		5,000	A	\$ 15.195	77,038	D
Common Stock	10/29/2007		M		6,556	A	\$ 15.195	83,594	D
Common Stock	10/29/2007		M		6,556	A	\$ 26.915	90,150	D
Common Stock	10/29/2007		S		100	D	\$ 117.64	90,050	D

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Common Stock	10/29/2007	S	100	D	\$ 117.59	89,950	D
Common Stock	10/29/2007	S	1,100	D	\$ 117.58	88,850	D
Common Stock	10/29/2007	S	500	D	\$ 117.57	88,350	D
Common Stock	10/29/2007	S	1,100	D	\$ 117.55	87,250	D
Common Stock	10/29/2007	S	100	D	\$ 117.53	87,150	D
Common Stock	10/29/2007	S	800	D	\$ 117.52	86,350	D
Common Stock	10/29/2007	S	500	D	\$ 117.46	85,850	D
Common Stock	10/29/2007	S	300	D	\$ 117.45	85,550	D
Common Stock	10/29/2007	S	200	D	\$ 117.38	85,350	D
Common Stock	10/29/2007	S	442	D	\$ 117.37	84,908	D
Common Stock	10/29/2007	S	200	D	\$ 117.36	84,708	D
Common Stock	10/29/2007	S	500	D	\$ 117.35	84,208	D
Common Stock	10/29/2007	S	100	D	\$ 117.34	84,108	D
Common Stock	10/29/2007	S	100	D	\$ 117.33	84,008	D
Common Stock	10/29/2007	S	100	D	\$ 117.3	83,908	D
Common Stock	10/29/2007	S	100	D	\$ 117.29	83,808	D
Common Stock	10/29/2007	S	1,158	D	\$ 117.28	82,650	D
Common Stock <sup>(5)</sup>	10/29/2007	D	13,112	D	\$ 117.86	69,538	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	\$ 11.165	10/29/2007		M		2,500		08/01/2002 <sup>(1)</sup>	08/01/2011	Common Stock	2,500
Options (Right to Buy)	\$ 15.195	10/29/2007		M		5,000		08/01/2003 <sup>(2)</sup>	08/01/2012	Common Stock	5,000
Stock Appreciation Rights	\$ 15.195	10/29/2007		M		6,556		08/01/2003 <sup>(3)</sup>	08/01/2012	Common Stock	6,556
Stock Appreciation Rights	\$ 26.975	10/29/2007		M		6,556		08/01/2004 <sup>(4)</sup>	08/01/2013	Common Stock	6,556

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSTON J BENNETT 2099 PENNSYLVANIA AVE., N.W., SUITE 850 WASHINGTON, DC 20006				

## Signatures

Kelly C. Simoneaux, on behalf of J. Bennett Johnston, pursuant to a power of attorney

10/31/2007

**\*\*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) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (2) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.

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- (3) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (4) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (5) Amount beneficially owned following the reported transactions includes 8,000 Common Stock Restricted Stock Units.

### Remarks:

1 of 2 Forms 4 filed October 31, 2007 to report transactions occurring on October 29, 2007. See second Form 4 for the remainder.

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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