

FREEPORT MCMORAN COPPER & GOLD INC  
 Form 4  
 June 05, 2013

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 MOFFETT JAMES R

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)  
 06/03/2013

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman of the Board

NEW ORLEANS, LA 70112  
 (City) (State) (Zip)

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

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

**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 Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)		Date Exercisable	Expiration Date	Title	Am Num Sha
			Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	V				
Options (Right to Buy)	\$ 31.07	06/03/2013	A	108,000	02/02/2004 <sup>(1)</sup>	02/02/2014	Common Stock	10
Options (Right to Buy)	\$ 31.07	06/03/2013	A	67,500	02/02/2005 <sup>(1)(2)</sup>	02/02/2014	Common Stock	67
Options (Right to Buy)	\$ 30.83	06/03/2013	A	162,000	01/31/2005 <sup>(1)</sup>	01/31/2015	Common Stock	162
Options (Right to Buy)	\$ 30.83	06/03/2013	A	108,000	01/31/2006 <sup>(1)(2)</sup>	01/31/2015	Common Stock	108
Options (Right to Buy)	\$ 36.76	06/03/2013	A	162,000	01/30/2006 <sup>(1)</sup>	01/30/2016	Common Stock	162
Options (Right to Buy)	\$ 36.76	06/03/2013	A	108,000	01/30/2007 <sup>(1)(2)</sup>	01/30/2016	Common Stock	108
Options (Right to Buy)	\$ 22.65	06/03/2013	A	135,000	01/29/2007 <sup>(1)</sup>	01/29/2017	Common Stock	135
Options (Right to Buy)	\$ 22.65	06/03/2013	A	108,000	01/29/2008 <sup>(1)(2)</sup>	01/29/2017	Common Stock	108
Options (Right to Buy)	\$ 27.86	06/03/2013	A	135,000	01/28/2008 <sup>(1)</sup>	01/28/2018	Common Stock	135
Options (Right to Buy)	\$ 27.86	06/03/2013	A	108,000	01/28/2009 <sup>(1)(2)</sup>	01/28/2018	Common Stock	108
Options (Right to Buy)	\$ 11.93	06/03/2013	A	135,000	02/02/2009 <sup>(1)</sup>	02/02/2019	Common Stock	135
Options (Right to Buy)	\$ 11.93	06/03/2013	A	108,000	02/02/2010 <sup>(1)(2)</sup>	02/02/2019	Common Stock	108
Options (Right to	\$ 29.13	06/03/2013	A	135,000	02/01/2010 <sup>(1)</sup>	02/01/2020	Common Stock	135

Buy)

Options (Right to Buy)	\$ 29.13	06/03/2013	A	108,000	02/01/2011 <sup>(1)(2)</sup>	02/01/2020	Common Stock	10
Options (Right to Buy)	\$ 31.95	06/03/2013	A	162,000	02/07/2011 <sup>(1)</sup>	02/07/2021	Common Stock	16
Options (Right to Buy)	\$ 31.95	06/03/2013	A	108,000	02/07/2012 <sup>(1)(2)</sup>	02/07/2021	Common Stock	10
Options (Right to Buy)	\$ 24.08	06/03/2013	A	162,000	02/06/2012 <sup>(1)</sup>	02/06/2022	Common Stock	16
Options (Right to Buy)	\$ 24.08	06/03/2013	A	108,000	02/06/2013 <sup>(1)(2)</sup>	02/06/2022	Common Stock	10

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOFFETT JAMES R 1615 POYDRAS STREET NEW ORLEANS, LA 70112	X		Chairman of the Board	

## Signatures

Cynthia M. Molyneux on behalf of James R. Moffett pursuant to a power of attorney

06/05/2013

\*\*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) Reflects the original vesting schedule of the converted awards, which vesting schedule did not change as a result of the merger described in Footnote 3.
- (2) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (3) Acquired pursuant to the Agreement and Plan of Merger by and among the Issuer, McMoRan Exploration Co. ("MMR") and a wholly owned subsidiary of the Issuer (the "Merger Agreement") in exchange for options to purchase MMR common stock. Options to purchase shares of MMR common stock were converted into options to purchase shares of Issuer common stock, with the number of shares subject to the Issuer options equal to the number of shares subject to the corresponding MMR options multiplied by 0.5400, and rounded down to the nearest whole share. The exercise price of the Issuer options is equal to the exercise price of the corresponding MMR options, divided by 0.5400, and rounded up to the nearest whole cent.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.