

FREEPORT MCMORAN COPPER & GOLD INC
Form 8-A12B
June 11, 2003

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

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Freeport-McMoRan Copper & Gold Inc.

(Exact name of registrant as specified in its charter)

Delaware

74-2480931

(State of incorporation)

(IRS Employer Identification No.)

1615 Poydras Street, New Orleans, LA

70112

(Address of principal executive offices)

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class

Name of each exchange

to be so registered

on which each class is to be registered

10 % Senior Notes due 2010

New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: 333-104563

Securities to be registered pursuant to Section 12(g) of the Act: None

Item 1. Description of Registrant's Securities to be Registered.

A description of the 10 % Senior Notes due 2010 of Freeport-McMoRan Copper & Gold Inc. ("FCX") is set forth under the heading "Description of the Exchange Notes" in the prospectus dated April 30, 2003 to FCX's registration statement on Form S-4 (Registration No. 333-104563), as filed with the Securities and Exchange Commission on April 30, 2003, pursuant to Rule 424(b)(3) under the Securities Act of 1933, as amended, which description is incorporated herein by reference.

Item 2. Exhibits.

Exhibit No.

Description

4.1

Indenture dated as of January 29, 2003 from FCX to The Bank of New York, as Trustee, with respect to the 10 % Senior Notes due 2010. Incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K of FCX dated February 6, 2003.

4.2

Registration Rights Agreement dated as of January 29, 2003, by and among FCX and J.P. Morgan Securities Inc., Merrill Lynch, Pierce, Fenner & Smith Incorporated and UBS Warburg LLC. Incorporated by reference to Exhibit 4.20 to the Registration Statement on Form S-4 of FCX filed April 16, 2003.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

FREEPORT-McMoRan COPPER & GOLD INC.

By:

/s/ Richard C. Adkerson

Richard C. Adkerson

President and Chief Financial Officer

Dated: June 10, 2003

EXHIBIT INDEX

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