WHARTON J TAYLOR
Form 4
December 04, 2002

FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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
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(Print or Type Responses)

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Wharton J. Taylor	Freeport-McMoRan Copper & Gold Inc. (FCX)	X Director / 10% Owner / Officer (give title below) / Other (specify below)
(Last) (First) (Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) / 4. Statement for Month/Day/Year: 08/01/02	7. Individual or Joint/Group Filing (Check Applicable Line)
1515 Holcombe Boulevard, Room B2.4310 (Street)	5. If Amendment, Date of Original (Month/Day/Year)	X Form filed by One Reporting Person / Form filed by More than One Reporting Person
Houston Texas 77030 (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			

									and 4)		
Class B Common Stock[1]									10,638[2]	D	
Class B Common Stock[1]									420[3]	I	By IRA for self
Class B Common Stock[1]									26,937[4]	I	By Spouse
Class B Common Stock[1]									160[5]	I	By IRA for Spouse
Class B Common Stock[1]									2,889[6]	I	As Custodian for Daughter
Class B Common Stock[1]									2,200[7]	I	As Custodian for Daughter

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

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

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(Over)
SEC 1474
(9-02)

FORM 4 (continued)	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. Numb of deri ative Secur- ities Bene- ficially Owned Follow ing Report Trans- action((Instr.
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Options[8] (right to buy)	$15.195	08/01/02		A	V	10,000		08/01/03[9]	08/01/12	Common Stock	10,000	None	10,000
Stock Appreciation	$15.195	08/01/02		A	V	6,556		08/01/03[9]	08/01/12	Common Stock	6,556	None	6,556

Rights													

Explanation of Responses:

1. Effective May 3, 2002, the Company converted all shares of Class A Common Stock to shares of Class B Common Stock.
2. 1,270 of these shares were formerly reported as Class A Common Stock.
3. Formerly reported as Class A Common Stock
4. 3,011 of these shares were formerly reported as Class A Common Stock.
5. Formerly reported as Class A Common Stock
6. 188 of these shares were formerly reported as Class A Common Stock.
7. 144 of these shares were formerly reported as Class A Common Stock.
8. Options with rights to "Option Cancellation Gain" Payments
9. 25% exercisable on the date indicated and 25% exercisable on the next three anniversaries thereof

/s/ Margaret F. Murphy
**Signature of Reporting Person
Margaret F. Murphy, on behalf of
J. Taylor Wharton.

12/02/02
Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See

18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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