

WHITMIRE C DONALD JR
 Form 4
 February 05, 2003
 FORM 4

UNITED STATES SECURITIES AND
 EXCHANGE COMMISSION
 Washington, DC 20549

OMB APPROVAL
 OMB
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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**

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*

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

6. Relationship of Reporting
 Person(s) to Issuer
 (Check all applicable)
 10% Owner
 Other (specify
 (give below)
 title
 below)

Whitmire, Jr. C. Donald
 (Last) (First) (Middle)

Freeport-McMoRan Copper & Gold Inc.
 (FCX)

Vice President and Controller -
 Financial Reporting

1615 Poydras Street

(Street)

3. I.R.S. Identification
 Number of
 Reporting
 Person, if an entity
 (Voluntary)

02/04/03

4. Statement for
 Month/Day/Year
 7. Individual or Joint/Group
 Filing (Check Applicable Line)
 Form filed by One Reporting
 Person
 Form filed by More than One
 Reporting Person

New Orleans Louisiana 70112
 (City) (State) (Zip)

Table I — Non-Derivative Securities Acquired, Disposed of, or
 Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Trans- action Date | 2A. Deemed Execution Date, if any | 3. Trans- action Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount & Price (Instr. 4) | 6. Ownership Beneficially Owned or Controlled (Instr. 4) | 7. Nature of Indirect Beneficial Owner- ship |
|------------------------------------|-----------------------------|--|---|--|------------------------------------|--|--|
| | (Month/ Day/ Year) | (Month/ Day/ Year) | | (Month/ Day/ Year) | (A) Price or (D) | Reported Transaction (Instr. 4) | |

3
 and

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).

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. (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. 3) | 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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership | |
| Options ⁽¹⁾ (right to buy) | \$18.885 | 02/04/03 | | A | 20,000 | 02/04/04 ⁽²⁾ 02/04/13 | Class B Common Stock | 20,000 | None | 20,000 | D |

Explanation of Responses:

1. Options with limited stock appreciation rights
2. 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof

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

See

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

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

02/05/03
Date

C. Donald Whitmire, Jr.

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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