

FREEPORT MCMORAN COPPER &amp; GOLD INC

Form 4

February 03, 2014

**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  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(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)  
**01/31/2014**

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Chairman of the Board

**NEW ORLEANS, LA 70112**

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

(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)
Common Stock	01/31/2014		M	V Amount (A) or (D) Price 67,500 A \$ 31.07	521,037	D	
Common Stock	01/31/2014		M	108,000 A \$ 31.07	629,037	D	
Common Stock	01/31/2014		F <sup>(1)</sup>	168,484 D \$ 32.41	460,553	D	
Common Stock	01/31/2014		J <sup>(2)</sup>	7,016 D \$ 0	453,537 <sup>(3)</sup>	D	
Common Stock	01/31/2014		J <sup>(2)</sup>	7,016 A \$ 0	4,073,896	I	By LLC

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Common Stock	7,552 <sup>(4)</sup>	I	By Spouse
Common Stock	60,837 <sup>(5)</sup>	I	By 401(k) plan

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

**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.**

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 (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 Number of Shares
Options (right to buy)	\$ 31.07	01/31/2014		M		67,500		02/02/2005 <sup>(6)</sup>	02/02/2014	Common Stock	67,500
Options (right to buy)	\$ 31.07	01/31/2014		M		108,000		02/02/2004	02/02/2014	Common Stock	108,000

## 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 02/03/2014

                    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).

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- (1) Shares delivered and withheld in payment of exercise price of options and resulting taxes.
- (2) These shares were transferred to Moffett Holdings, L.L.C. and are now reported as indirectly held by the Reporting Person.
- (3) Represents performance-based restricted stock units.
- (4) The Reporting Person disclaims beneficial ownership of these shares.
- (5) Based on plan statement as of December 31, 2013.
- (6) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.

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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