

FREEPORT MCMORAN COPPER & GOLD INC

Form 4

August 07, 2006

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LACKEY BOBBY LEE

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)

7315 SANDS TERRACE LANE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/03/2006

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

SPRING, TX 77389

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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. Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D)	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)
Class B Common Stock	08/03/2006		M	2,500 A	\$ 15.195	8,921	D
Class B Common Stock	08/03/2006		M	2,500 A	\$ 26.975	11,421	D
Class B Common Stock	08/03/2006		M	1,639 A	\$ 15.195	13,060	D
Class B Common	08/03/2006		M	1,639 A	\$ 26.975	14,699	D

Stock

Class B

Common	08/03/2006	S	5,000	D	\$ 55.31	9,699	D
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Stock

Class B

Common	08/03/2006	D	3,278	D	\$ 55.78	6,421	D
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Stock ⁽⁵⁾

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 (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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Options (Right to Buy)	\$ 15.195	08/03/2006		M	2,500	08/01/2003 ⁽¹⁾ 08/01/2012	Class B Common Stock	2,500
Options (Right to Buy)	\$ 26.975	08/03/2006		M	2,500	08/01/2004 ⁽²⁾ 08/01/2013	Class B Common Stock	2,500
Stock Appreciation Rights	\$ 26.975	08/03/2006		M	1,639	08/01/2004 ⁽³⁾ 08/01/2013	Class B Common Stock	1,639
Stock Appreciation Rights	\$ 15.195	08/03/2006		M	1,639	08/01/2003 ⁽⁴⁾ 08/01/2012	Class B Common Stock	1,639

Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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Reporting Owners

LACKEY BOBBY LEE
7315 SANDS TERRACE LANE
SPRING, TX 77389

Signatures

Kelly C. Simoneaux on behalf of Bobby Lee Lackey pursuant to a power of attorney

08/07/2006

__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) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (2) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (3) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (4) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (5) Amount beneficially owned following the reported transactions includes 4,500 Class B Common Stock Restricted Stock Units.

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.