FREEPORT MCMORAN COPPER & GOLD INC
Form 4
March 28, 2007

FORM 4

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

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

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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
SIEGELE STEPHEN H

(Last) (First) (Middle)

3600 WOODCUTTERS WAY

(Street)

AUSTIN, TX 78746

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
FREEPORT MCMORAN COPPER & GOLD INC [FCX]

3. Date of Earliest Transaction (Month/Day/Year)
03/28/2007

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

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. 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			

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
6 3/4% Mandatory Convertible Preferred Stock	(1)	03/28/2007	P		30,000		(2)	05/01/2010	Common Stock	40,815

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIEGELE STEPHEN H 3600 WOODCUTTERS WAY AUSTIN, TX 78746				

Signatures

Kelly C. Simoneaux on behalf of Stephen H. Siegele pursuant to a power of attorney	03/28/2007
**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) Prior to May 1, 2010, the mandatory conversion date, each share of 6 3/4% Mandatory Convertible Preferred Stock is convertible into 1.3605 shares of Issuer Common Stock, subject to applicable anti-dilution adjustments. On May 1, 2010, each share of 6 3/4% Mandatory Convertible Preferred Stock will automatically convert into (i) 1.3605 shares of Issuer Common Stock if the per share price of Issuer Common Stock is greater than or equal to $73.50, (ii) 1.6327 shares of Issuer Common Stock if the per share price of Issuer Common Stock is less than or equal to $61.25, or (iii) the number of shares of Issuer Common Stock obtained by dividing $100.00 by the per share price of Issuer Common Stock if such price is greater than $61.25 and less than $73.50.

(2) Convertible immediately upon issuance at the Reporting Person's election.

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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