FORD GERALD J

Form 4 July 27, 2011

### FORM 4

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

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

5 Relationship of Reporting Person(s) to

response... 0.5

**OMB APPROVAL** 

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

2 Januar Nama and Tielzer or Tradina

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

FORD GERALD J			2. Issuer Name and Ticker or Trading Symbol FREEPORT MCMORAN COPPER & GOLD INC [FCX]				I	Issuer (Check all applicable)				
	(Last) 200 CRESO	(First)	(		of Earliest T Day/Year) 2011	ransaction		- - b	Director 10% Owner Officer (give title below) Other (specify below)			
	1350	,	~	0112012	2011							
(Street)  DALLAS, TX 75201  (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			
						5	~		Person			
Table 1 - Non-Derivative Securities Acquired, Disposed of, of Deficition Owned										·		
	1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	ansaction Date 2A. Deemed 3. 4. Securities Acquired (Anth/Day/Year) Execution Date, if Transaction Disposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)  (A) or		(D) 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				Code V	Amount	(D)	Price	20,000	I	By Self as Trustee of Trust	
	Common Stock	07/26/2011			M	20,000	A	\$ 5.5825	85,008	D		
	Common Stock	07/26/2011			M	13,112	A	\$ 5.5825	98,120	D		
	Common Stock (2)	07/26/2011			D	13,112	D	\$ 56.08	85,008	D		

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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 or 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 Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ar or Nu of
Options (Right to Buy)	\$ 5.5825	07/26/2011		M	20,000	08/01/2002(1)	08/01/2011	Common Stock	20
Stock Appreciation Rights	\$ 5.5825	07/26/2011		M	13,112	08/01/2002(1)	08/01/2011	Common Stock	13

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FORD GERALD J 200 CRESCENT COURT, SUITE 1350 DALLAS, TX 75201

### **Signatures**

Monique A. Cenac, on behalf of Gerald J. Ford, pursuant to a power of attorney

07/27/2011

\*\*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) Amount beneficially owned following the reported transactions includes 8,000 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.

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