

FREEPORT MCMORAN COPPER & GOLD INC  
 Form 4  
 November 04, 2005

**FORM 4**

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

OMB APPROVAL

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 Expires: January 31, 2005  
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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 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

(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)  
**11/02/2005**

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) | (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            | 11/02/2005                           |  | S                              | 4,200   | D          | \$ 51.04 1,418,497  | I  | By Limited Liability Company                          |
| Class B Common Stock            | 11/02/2005                           |  | S                              | 2,100   | D          | \$ 51.05 1,416,397  | I  | By Limited Liability Company                          |
| Class B Common Stock            | 11/02/2005                           |  | S                              | 8,500   | D          | \$ 51.06 1,407,897  | I  | By Limited Liability Company                          |
| Class B Common                  | 11/02/2005                           |  | S                              | 6,400   | D          | \$ 51.07 1,401,497  | I  | By Limited Liability                                  |

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| Stock                      |            |   |        |   |             |           |   | Company                            |
|----------------------------|------------|---|--------|---|-------------|-----------|---|------------------------------------|
| Class B<br>Common<br>Stock | 11/02/2005 | S | 1,000  | D | \$<br>51.08 | 1,400,497 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 200    | D | \$<br>51.09 | 1,400,297 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 9,000  | D | \$ 51.1     | 1,391,297 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 3,100  | D | \$<br>51.11 | 1,388,197 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 6,200  | D | \$<br>51.12 | 1,381,997 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 1,800  | D | \$<br>51.13 | 1,380,197 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 2,400  | D | \$<br>51.14 | 1,377,797 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 10,645 | D | \$<br>51.15 | 1,367,152 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 3,600  | D | \$<br>51.16 | 1,363,552 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 6,200  | D | \$<br>51.17 | 1,357,352 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 3,000  | D | \$<br>51.18 | 1,354,352 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 1,700  | D | \$<br>51.19 | 1,352,652 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 3,000  | D | \$ 51.2     | 1,349,652 | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 | S | 1,300  | D | \$<br>51.21 | 1,348,352 | I | By Limited<br>Liability<br>Company |

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|                            |            |  |   |       |   |             |                          |   |                                    |
|----------------------------|------------|--|---|-------|---|-------------|--------------------------|---|------------------------------------|
| Class B<br>Common<br>Stock | 11/02/2005 |  | S | 1,200 | D | \$<br>51.22 | 1,347,152                | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 |  | S | 100   | D | \$<br>51.23 | 1,347,052                | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 |  | S | 2,100 | D | \$<br>51.24 | 1,344,952                | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 |  | S | 2,200 | D | \$<br>51.25 | 1,342,752                | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 |  | S | 100   | D | \$<br>51.26 | 1,342,652                | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 |  | S | 1,500 | D | \$<br>51.27 | 1,341,152                | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 |  | S | 1,600 | D | \$<br>51.29 | 1,339,552                | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 |  | S | 200   | D | \$ 51.3     | 1,339,352                | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock | 11/02/2005 |  | S | 1,700 | D | \$<br>51.33 | 1,337,652 <sup>(1)</sup> | I | By Limited<br>Liability<br>Company |
| Class B<br>Common<br>Stock |            |  |   |       |   |             | 22,436 <sup>(2)</sup>    | I | By 401(k)<br>Plan                  |
| Class B<br>Common<br>Stock |            |  |   |       |   |             | 7,552 <sup>(3)</sup>     | I | By Spouse                          |

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<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number<br>of | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying | 8. Price of<br>Derivative<br>Security | 9. Nu<br>Deriv<br>Secur |
|---------------------------------------|------------------------------|---|---|------------------------|-----------------|--|---|---------------------------------------|-------------------------|
|---------------------------------------|------------------------------|---|---|------------------------|-----------------|--|---|---------------------------------------|-------------------------|

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| (Instr. 3) | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | Securities<br>(Instr. 3 and 4) | (Instr. 5) | Bene-<br>ficial<br>Own-<br>er<br>Follo-<br>wing<br>Repo-<br>sition<br>Trans-<br>action<br>(Instr. |                    |       |  |
|------------|------------------------------------|------------------|------------|---|--------------------------------|------------|---|--------------------|-------|--|
|            |                                    |                  | Code       | V   | (A)                            | (D)        | Date<br>Exercisable   | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| MOFFETT JAMES R<br>1615 POYDRAS STREET<br>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

11/04/2005

\_\_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) The Reporting Person's beneficial ownership also includes options to acquire a total of 1,899,654 shares of Class B Common Stock, all of which are unvested.
- (2) Based on plan statement as of September 30, 2005.
- (3) The Reporting Person disclaims beneficial ownership of these shares.

### Remarks:

2 of 2 Forms 4 filed November 4, 2005 to report transactions occurring on November 2, 2005. See first Form 4 for the remainder.

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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