

ADKERSON RICHARD C  
Form 4  
February 08, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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).

**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 \*  
ADKERSON RICHARD C

2. Issuer Name and Ticker or Trading Symbol  
FREEPORT-MCMORAN INC  
[FCX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
333 NORTH CENTRAL AVENUE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
09/05/2017

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Vice Chairman, President & CEO

PHOENIX, AZ 85004

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 09/05/2017                           |  | G <sup>(1)</sup>               | V 89,219 D \$ 0   | 350,000   | I  | Through GRATs   |
| Common Stock <sup>(2)</sup>     | 02/06/2018                           |  | A <sup>(3)</sup>               | A 106,500 A \$ 0  | 2,149,279 <sup>(1)</sup>  | D  |   |
| Common Stock                    |                                      |  |                                |   | 20,330  | I  | By IRA  |

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

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number.

**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)                     | \$ 18.74   | 02/06/2018                           |  | A                              | 255,000   | 02/06/2019 <sup>(4)</sup>                                | 02/06/2028  | Common Stock | 255,000                 |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| ADKERSON RICHARD C<br>333 NORTH CENTRAL AVENUE<br>PHOENIX, AZ 85004 | X             |           | Vice Chairman, President & CEO |       |

## Signatures

Kelly C. Simoneaux, on behalf of Richard C. Adkerson pursuant to a power of attorney 02/08/2018

\*\*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) Upon expiration of a GRAT established by the Reporting Person, 89,219 shares were transferred to the remaindermen of the trust. The remaining 189,801 shares were previously distributed to the Reporting Person and are now reported as directly owned in a transaction exempt under Rule 16a-13.
- (2) Amount beneficially owned following the reported transactions includes 1,234,500 Common Stock Restricted Stock Units, 1,000,000 of which are vested but deferred.
- (3) Represents a grant of time-vested Common Stock Restricted Stock Units.
- (4) 33.3% exercisable on the date indicated and on each of the next two anniversaries thereof.

### Remarks:

In addition to the awards reported herein, on February 6, 2018, the Reporting Person also received a grant of performance shares.

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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