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PHELPS DODGE CORP  
Form 8-K  
April 15, 2003

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

April 14, 2003

(Date of Report/Date of earliest event reported)

PHELPS DODGE CORPORATION

(Exact name of registrant as specified in its charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| New York  | 333-67606                   | 13-1808503                           |
| (State or other jurisdiction<br>of incorporation) | (Commission File<br>Number) | (IRS Employer<br>Identification No.) |

ONE NORTH CENTRAL AVENUE  
PHOENIX, ARIZONA 85004  
(Address and zip code of principal executive offices)

(602) 366-8100  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report)

ITEM 9 AND ITEM 12. REGULATION FD DISCLOSURE.

On April 14, 2003, Phelps Dodge Corporation issued a press release announcing, among other things, the rescheduling of the company's annual meeting from May 1, 2003 to May 23, 2003. A copy of the press release is attached hereto as exhibit 99.1 and incorporated by reference herein.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 14, 2003

PHELPS DODGE CORPORATION  
(Registrant)

By: /s/ Ramiro G. Peru  
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Name: Ramiro G. Peru  
Title: Senior Vice President and  
Chief Financial Officer

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EXHIBIT INDEX

99.1 Press release, dated April 14, 2003.

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