

PHELPS DODGE CORP  
Form 8-K  
July 27, 2004

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Sections 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event  
reported): July 27, 2004

Phelps Dodge Corporation

(Exact name of registrant as specified in its charter)

New York

001-00082

13-1808503

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(State or other jurisdiction of  
incorporation)

(Commission File Number)

(I.R.S. Employer  
Identification No.)

One North Central Avenue  
Phoenix, Arizona 85004-4414  
(Address of principal executive offices, including zip code)

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

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ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On July 27, 2004, Phelps Dodge Corporation issued a press release announcing financial results for the three- and six-month periods ended June 30, 2004. A copy of this press release is furnished as Exhibit 99.1 to this report and incorporated herein by reference.

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SIGNATURES

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 thereunto duly authorized.

Phelps Dodge Corporation  
(Registrant)

Date: July 27, 2004

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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<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release by Phelps Dodge Corporation dated July 27, 2004, announcing financial results for the three- and six-month periods ended June 30, 2004.