FREEPORT MCMORAN COPPER & GOLD INC
Form 4
June 05, 2013

FORM 4

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

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

OMB APPROVAL	
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCDONALD GABRIELLE K

(Last) (First) (Middle)

333 NORTH CENTRAL AVENUE

(Street)

PHOENIX, AZ 85004

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
FREEPORT MCMORAN COPPER & GOLD INC [FCX]

3. Date of Earliest Transaction (Month/Day/Year)
06/03/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
Advisory Director

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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			

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	$ 26.06	06/03/2013		A		1,890		06/03/2013 [(1)]	06/01/2014	Common Stock	1,890
Options (Right to Buy)	$ 34.63	06/03/2013		A		1,890		06/03/2013 [(1)]	06/01/2015	Common Stock	1,890
Options (Right to Buy)	$ 31.67	06/03/2013		A		1,890		06/03/2013 [(1)]	06/01/2016	Common Stock	1,890
Options (Right to Buy)	$ 28.1	06/03/2013		A		1,890		06/03/2013 [(1)]	06/01/2017	Common Stock	1,890
Options (Right to Buy)	$ 59.12	06/03/2013		A		2,700		06/03/2013 [(1)]	06/01/2018	Common Stock	2,700
Options (Right to Buy)	$ 13.82	06/03/2013		A		2,700		06/03/2013 [(1)]	06/01/2019	Common Stock	2,700
Options (Right to Buy)	$ 17.56	06/03/2013		A		2,700		06/03/2013 [(1)]	06/01/2020	Common Stock	2,700
Options (Right to Buy)	$ 32.6	06/03/2013		A		5,400		06/03/2013 [(1)]	06/01/2021	Common Stock	5,400
Options (Right to Buy)	$ 16.34	06/03/2013		A		5,400		06/03/2013 [(1)]	06/01/2022	Common Stock	5,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCDONALD GABRIELLE K 333 NORTH CENTRAL AVENUE PHOENIX, AZ 85004				Advisory Director

Signatures

Kelly C. Simoneaux on behalf of Gabrielle K. McDonald pursuant to a power of attorney	06/05/2013
**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)	To the extent unvested, these options became fully vested and exercisable at the effective time of the merger described in Footnote 2.
(2)	Acquired pursuant to the Agreement and Plan of Merger by and among the Issuer, McMoRan Exploration Co. ("MMR") and a wholly owned subsidiary of the Issuer (the "Merger Agreement") in exchange for options to purchase MMR common stock. Options to purchase shares of MMR common stock were converted into options to purchase shares of Issuer common stock, with the number of shares subject to the Issuer options equal to the number of shares subject to the corresponding MMR options multiplied by 0.5400, and rounded down to the nearest whole share. The exercise price of the Issuer options is equal to the exercise price of the corresponding MMR options, divided by 0.5400, and rounded up to the nearest whole cent.

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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