RANKIN B M JR Form 4

March 05, 2010

## FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction 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(b).

(Last)

875

(Instr. 3)

1. Name and Address of Reporting Person \*

(First)

RANKIN B M JR

2. Issuer Name and Ticker or Trading

Symbol

FREEPORT MCMORAN COPPER

& GOLD INC [FCX] 3. Date of Earliest Transaction

(Month/Day/Year)

300 CRESCENT COURT, SUITE 03/03/2010

(Middle)

(Zip)

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

\_ Director

Officer (give title

Issuer

below)

DALLAS, TX 75201

(City) (State) 1. Title of 2. Transaction Date 2A. Deemed Security

(Month/Day/Year) Execution Date, if

Code (Month/Day/Year)

4. Securities 3. TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Code V Amount (D) Price

5. Amount of (A)

or

Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(I) Ownership (Instr. 4) (Instr. 4)

(D) or Indirect Beneficial

6. Ownership

Form: Direct

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

(Check all applicable)

10% Owner

Other (specify

7. Nature of

Indirect

Estimated average

burden hours per

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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 3. Transaction Date 3A. Deemed

5. (Month/Day/Year) Execution Date, if Transaction Number

6. Date Exercisable and **Expiration Date** 

7. Title and Amount of **Underlying Securities** 

1

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	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	<b>(</b> )	Secu Acq (A)	oosed O) er. 3,	3	Year)	(Instr. 3 and	4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Forward Sale Contract (right/obligation	<u>(1)</u>	03/03/2010		J(1)(2)		1		<u>(1)</u>	<u>(1)</u>	Common Stock	100,000

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
RANKIN B M JR 300 CRESCENT COURT SUITE 875 DALLAS, TX 75201	X							

#### **Signatures**

to sell)

Kelly C. Simoneaux, on behalf of B. M. Rankin, Jr. pursuant to a power of attorney

03/05/2010

\*\*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).
  - On March 3, 2010, Rankin Interests Limited Partnership (the "LP") entered into a range forward sale contract with a securities broker pursuant to which the LP agreed to sell 100,000 shares of Common Stock of the Issuer (the "Common Stock") to the securities broker on March 3, 2011 (the "Maturity Date"), with the sale price to be determined and paid on the Maturity Date according to the following
- (1) formula (subject to possible adjustment as provided in the contract): (i) if the closing price of a share of Common Stock on the Maturity Date is \$64.00 or less, the sale price will be \$64.00 per share, (ii) if the closing price of a share of Common Stock on the Maturity Date is \$94.40 or more, the sales price will be \$94.40 per share, and (iii) if the closing price of a share of Common Stock on the Maturity Date is between \$64.00 and \$94.40, the sale price will be the closing price on the Maturity Date.
- The LP may instead elect to settle the contract in cash and retain ownership of the 100,000 shares. Until the Maturity Date, the LP will continue to hold beneficial ownership of these shares, and will have voting rights and the right to receive regular quarterly dividend payments of \$0.15 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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