WHITMIRE C DONALD JR

Form 4

November 10, 2009

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

OMB APPROVAL OMB

3235-0287 Number: January 31,

Expires: 2005 Estimated average

burden hours per

5. Relationship of Reporting Person(s) to

response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

WHITMIRE C DONALD JR			Symbol FREEPORT MCMORAN COPPER & GOLD INC [FCX]				I	Issuer (Check all applicable)			
(Last) (First) (Middle) ONE NORTH CENTRAL AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 11/09/2009				- - t	Director 10% Owner Officer (give title Other (specify below)			
PHOENIX	4. If Amendment, Date Original Filed(Month/Day/Year)				- -	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(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)		Date, if	rate, if Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) /Year) (Instr. 8) (A) or			(D)	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)	
Common Stock								754 <u>(1)</u>	I	Through 401(k) Plan	
Common Stock	11/09/2009			M	5,000	A	\$ 67.36	37,347.144	D		
Common Stock	11/09/2009			M	5,000	A	\$ 56.5	42,347.144	D		
Common Stock	11/09/2009			M	5,000	A	\$ 63.765	47,347.144	D		
Common Stock	11/09/2009			M	10,000	A	\$ 37.04	57,347.144	D		

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Common Stock	11/09/2009	M	5,000	A	\$ 36.765	62,347.144	D
Common Stock (7)	11/09/2009	S	30,000	D	\$ 82.5	32,347.144	D

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

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(9-02)

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. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed or (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Options (Right to Buy)	\$ 36.765	11/09/2009		M	5,000	02/03/2005(2)	02/03/2014	Common Stock	5,000
Options (Right to Buy)	\$ 37.04	11/09/2009		M	10,000	02/01/2006(3)	02/01/2015	Common Stock	10,000
Options (right to buy)	\$ 63.765	11/09/2009		M	5,000	01/31/2007(4)	01/31/2016	Common Stock	5,000
Options (right to buy)	\$ 56.5	11/09/2009		M	5,000	01/30/2008(5)	01/30/2017	Common Stock	5,000
Options (Right to Buy)	\$ 67.36	11/09/2009		M	5,000	05/01/2008(6)	05/01/2017	Common Stock	5,000

Reporting Owners

Relationships Reporting Owner Name / Address

> Other Director 10% Owner Officer

> > VP & Controller Financial Rptg

2 Reporting Owners

WHITMIRE C DONALD JR ONE NORTH CENTRAL AVENUE PHOENIX, AZ 85004

Signatures

Kelly C. Simoneaux, on behalf of C. Donald Whitmire, Jr. pursuant to a power of attorney

11/10/2009

**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) Based on plan statement as of September 30, 2009.
- (2) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (3) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (4) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (5) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (6) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (7) Amount beneficially owned following the reported transactions includes 21,967 Common Stock Restricted Stock Units.

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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