

FREEPORT MCMORAN COPPER & GOLD INC  
 Form 4  
 January 30, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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

**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. Name and Address of Reporting Person \*  
**QUIRK KATHLEEN L**

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**ONE NORTH CENTRAL AVENUE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**01/28/2008**

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
**EVP, CFO & Treasurer**

**PHOENIX, AZ 85004**

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

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

(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) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        | (A) or (D)                                               | Price                                      |
| Common Stock                    | 01/28/2008                           |                                                    | A <sup>(1)</sup>               |                                                                   | 19,929                                                                                        | A                                                        | \$ 0                                       |
| Common Stock                    | 01/28/2008                           |                                                    | A <sup>(2)</sup>               |                                                                   | 21,981                                                                                        | A                                                        | \$ 0                                       |
| Common Stock                    | 01/29/2008                           |                                                    | A <sup>(3)</sup>               |                                                                   | 75,000                                                                                        | A                                                        | \$ 0                                       |
| Common Stock <sup>(4)</sup>     | 01/29/2008                           |                                                    | F <sup>(5)</sup>               |                                                                   | 6,149                                                                                         | D                                                        | \$ 86.25                                   |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474  
(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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                      |       |
|-------------------------------------------------------------------|---------------|-----------|----------------------|-------|
|                                                                   | Director      | 10% Owner | Officer              | Other |
| QUIRK KATHLEEN L<br>ONE NORTH CENTRAL AVENUE<br>PHOENIX, AZ 85004 |               |           | EVP, CFO & Treasurer |       |

## Signatures

Kelly C. Simoneaux, on behalf of Kathleen L. Quirk pursuant to a power of attorney 01/30/2008

\_\_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) Represents a grant of Common Stock Restricted Stock Units received as part of the Reporting Person's annual incentive bonus.
- (2) Represents a grant of Common Stock Restricted Stock Units received pursuant to the Reporting Person's election to receive a percentage of her annual cash bonus in restricted stock units.
- (3) Represents a grant of Common Stock Restricted Stock Units received by the Reporting Person in connection with the execution of an employment agreement with the Issuer effective January 29, 2008.
- (4) Amount beneficially owned following the reported transactions includes 137,931 Common Stock Restricted Stock Units.
- (5) Shares withheld to cover taxes due upon vesting of 15,000 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.

## Edgar Filing: FREEPORT MCMORAN COPPER & GOLD INC - Form 4

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.