

ARNOLD MICHAEL J

Form 4

November 15, 2004

**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  
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

## OMB APPROVAL

OMB  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ARNOLD MICHAEL J

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)  
1615 POYDRAS STREET  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/12/2004

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Chief Administrative Officer

NEW ORLEANS, LA 70112

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) (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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class B Common Stock					2,000	I	401(k) Plan <sup>(1)</sup>
Class B Common Stock	11/12/2004		M		18,718	A	\$ 13.9734 71,753
Class B Common Stock	11/12/2004		M		16,250	A	\$ 11.31 88,003
Class B Common	11/12/2004		M		16,250	A	\$ 17.5 104,253

## Stock

## Class B

Common Stock	11/12/2004	M	18,750	A	\$ 18.885	123,003	D
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## Class B

Common Stock <sup>(10)</sup>	11/12/2004	S	69,968	D	\$ 40	53,035	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Options (Right to Buy) <sup>(2)</sup>	\$ 13.9734	11/12/2004		M	18,718	01/29/2003 <sup>(3)</sup> 01/29/2012	Class B Common Stock 18,718
Options (Right to Buy) <sup>(4)</sup>	\$ 11.31	11/12/2004		M	16,250	01/30/2002 <sup>(5)</sup> 01/30/2011	Class B Common Stock 16,250
Options (Right to Buy) <sup>(6)</sup>	\$ 17.5	11/12/2004		M	16,250	02/01/2001 <sup>(7)</sup> 02/01/2010	Class B Common Stock 16,250
Options (Right to Buy) <sup>(8)</sup>	\$ 18.885	11/12/2004		M	18,750	02/04/2004 <sup>(9)</sup> 02/04/2013	Class B Common Stock 18,750

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ARNOLD MICHAEL J  
1615 POYDRAS STREET  
NEW ORLEANS, LA 70112

Chief  
Administrative  
Officer

## Signatures

Kelly C. Simoneaux on behalf of Michael J. Arnold pursuant to a power of attorney

11/15/2004

\_\_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, 2004.
- (2) Options with limited stock appreciation rights.
- (3) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (4) Options with limited stock appreciation rights.
- (5) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (6) Options with limited stock appreciation rights.
- (7) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (8) Options with limited stock appreciation rights.
- (9) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (10) The Reporting Persons Class B Common Stock holdings include 18,762 Class B 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.

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