MCDONALD GABRIELLE K

Form 4

November 05, 2010

FORM 4

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

OMB Number: 3235-0287

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

response...

See Instruction 1(b).

Common

Stock

11/04/2010

(Print or Type Responses)

1. Name and Address of Reporting Person * MCDONALD GABRIELLE K			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)		f Earliest Tr	ansaction			Director Officer (give		Owner er (specify	
333 NORTH CENTRAL AVENUE			(Month/Day/Year) 11/03/2010					below) below) Advisory Director			
(Street)			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			
PHOENIX,						Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution (Instr. 3) any		med on Date, if Day/Year)	Code (Instr. 3, 4 and 5)			ed of (D)	Owned Indirect (I) C Following (Instr. 4) (I Reported			
				Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	11/03/2010			M	1,639	A	\$ 29.1	18,152.777	D		
Common Stock	11/03/2010			M	3,278	A	\$ 29.1	21,430.777	D		
Common Stock	11/03/2010			D	1,639	D	\$ 97.09	19,791.777	D		
Common Stock	11/03/2010			D	3,278	D	\$ 97.09	16,513.777	D		

M

2,500 A \$ 29.1 19,013.777

D

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Common 11/04/2010 S 2,500 D \$ 100 16,513.777 D Stock (2)

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 required to respond unless the form displays a currently valid OMB control number.

(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. Transactic 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 Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Stock Appreciation Rights	\$ 29.1	11/03/2010		M	1,639	9 08/01/2006	08/01/2012	Common Stock	1,0
Stock Appreciation Rights	\$ 29.1	11/03/2010		M	3,27	3 08/01/2006 <u>(1)</u>	08/01/2013	Common Stock	3,2
Options (Right to Buy)	\$ 29.1	11/04/2010		M	2,500	08/01/2006	08/01/2012	Common Stock	2,5

Reporting Owners

Relationships Reporting Owner Name / Address 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

11/05/2010

**Signature of Reporting Person

Date

Reporting Owners 2

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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) 50% exercisable on the date indicated and on the next anniversary thereof.
- (2) Amount beneficially owned following the reported transactions includes 5,000 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. 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.