

MOFFETT JAMES R
 Form 4
 January 29, 2003

FORM 4		UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	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).		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* Moffett James R. (Last) (First) (Middle) 1615 Poydras Street (Street) New Orleans Louisiana 70112 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Freeport-McMoRan Copper & Gold Inc. (FCX) 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) 4. Statement for Month/Day/Year 01/28/03 5. If Amendment, Date of Original (Month/Day/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> Officer (specify title below) <u>Chairman of the Board and Chief Executive Officer</u> 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date	2A. Deemed Execution Date, if any	3. Transaction Code (Instr. 3, 4 and 5)	4. Securities Acquired (A) or Disposed of (D) (Instr. 8)	5. Amount or Price (A) or (D)	6. Owner or Beneficial Owner (Instr. 4)	7. Nature of Indirect or Beneficial Ownership (Instr. 4)

						(Instr. 3 and 4)		
Class B Common Stock	01/28/03	M	500,000	A	\$			
Class B Common Stock	01/28/03	J ⁽¹⁾ V	500,000	D	9.9375			
Class B Common Stock	01/28/03	F	265,	D	\$18.7050			
Class B Common Stock	01/28/03	S	165,000	D	\$			
Class B Common Stock	01/28/03	S	135,000	D	\$ 533,024	I	By Limited Liability Company	
Class B Common Stock					18.6000			
Class B Common Stock					19,888	I	By 401(k) plan	

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

*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4
(continued)

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. 3, 4 and 5)	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 Following Reported Transaction(s) (Instr. 4)	10. Ownership
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Options⁽²⁾
(right to
buy)

\$9.9375

01/28/03

M

500,000 02/02/00⁽³⁾ 02/02/09

Class B
Common
Stock

500,000

400,000

D

Explanation of Responses:

1. Transfer to Moffett Holdings, L.L.C., of which the Reporting Person is a member. Securities held by Moffett Holdings, L.L.C. continue to be reported as indirectly held by the Reporting Person.
2. Options with limited stock appreciation rights
3. The grant in question is exercisable in installments, 25% on the date indicated and 25% on each of the next three anniversaries thereof. The options exercised became fully exercisable on February 2, 2002.

/s/Cynthia M. Molyneux

01/29/03

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

**Signature of Reporting Person

Date

Cynthia M. Molyneux,
on behalf of

James R. Moffett

See

18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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