

GRAHAM H DEVON JR
Form 4
December 04, 2002

FORM 4

UNITED STATES SECURITIES AND
EXCHANGE COMMISSION
Washington, DC 20549

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

**STATEMENT OF CHANGES IN
BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* (Print or Type Responses)		2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Graham, Jr. H. Devon		Freepor-McMoRan Copper & Gold Inc. (FCX)		<input checked="" type="checkbox"/> Director Owner		
				Other (specify (give below) title below)		
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)		4. Statement for Month/Day/Year		7. Individual or Joint/Group Filing (Check Applicable Line)		
(Last) (First) (Middle)		08/01/02		<input checked="" type="checkbox"/> Form filed by One Reporting Person		
1900 West Loop South, Suite 1050		5. If Amendment, Date of Original (Month/Day/Year)		<input type="checkbox"/> Form filed by More than One Reporting Person		
(Street)						
Houston Texas 77027-3207						
(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 Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount or Price of Securities Beneficially Owned or Followed (Instr. 3)
				Code		7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount (A) or Price (D)		Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

- 1. Options with rights to "Option Cancellation Gain" Payments
- 2. 25% exercisable on the date indicated and 25% exercisable on the next three anniversaries thereof

<p>**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See</p> <p>18 U.S.C. 1001 and 15 U.S.C. 78ff(a).</p>	<p>/s/ Margaret F. Murphy **Signature of Reporting Person Margaret F. Murphy, on behalf of H. Devon Graham, Jr.</p>	<p>12/02/02 Date</p>
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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.