

LACKEY BOBBY LEE

Form 4

November 12, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
LACKEY BOBBY LEE

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)
18763 CANDLE PARK DR.
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/09/2004

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

SPRING, TX 77388

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 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 | 11/09/2004 | | M | | 2,500 | A | \$ 26.975 |
| Class B Common Stock | 11/09/2004 | | M | | 2,500 | A | \$ 15.195 |
| Class B Common Stock | 11/09/2004 | | M | | 2,500 | A | \$ 11.165 |
| Class B Common | 11/09/2004 | | M | | 2,500 | A | \$ 12,921 9.0938 |

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Stock

| | | | | | | | |
|---|------------|---|-------|---|--------------|--------|---|
| Class B Common Stock | 11/09/2004 | M | 1,639 | A | \$ 26.975 | 14,560 | D |
| Class B Common Stock | 11/09/2004 | M | 1,639 | A | \$ 15.195 | 16,199 | D |
| Class B Common Stock | 11/09/2004 | M | 1,639 | A | \$ 11.165 | 17,838 | D |
| Class B Common Stock | 11/09/2004 | M | 1,639 | A | \$ 9.0938 | 19,477 | D |
| Class B Common Stock | 11/09/2004 | D | 6,556 | D | \$ 38.69 | 12,921 | D |
| Class B Common Stock | 11/09/2004 | S | 6,000 | D | \$ 38.45 | 6,921 | D |
| Class B Common Stock | 11/09/2004 | S | 1,200 | D | \$ 38.43 | 5,721 | D |
| Class B Common Stock ⁽⁹⁾ | 11/09/2004 | S | 2,800 | D | \$ 38.42 | 2,921 | D |

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 Underlying Security (Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of |

| | | | | | | | | |
|---------------------------------|-----------|------------|---|-------|---------------------------|------------|----------------------------|-------|
| Options (Right to Buy) | \$ 26.975 | 11/09/2004 | M | 2,500 | 08/01/2004 ⁽¹⁾ | 08/01/2013 | Class B Common Stock | 2,500 |
| Options (Right to Buy) | \$ 15.195 | 11/09/2004 | M | 2,500 | 08/01/2003 ⁽²⁾ | 08/01/2012 | Class B Common Stock | 2,500 |
| Options (Right to Buy) | \$ 11.165 | 11/09/2004 | M | 2,500 | 08/01/2002 ⁽³⁾ | 08/01/2011 | Class B Common Stock | 2,500 |
| Options (Right to Buy) | \$ 9.0938 | 11/09/2004 | M | 2,500 | 08/01/2001 ⁽⁴⁾ | 08/01/2010 | Class B Common Stock | 2,500 |
| Stock Appreciation Rights | \$ 26.975 | 11/09/2004 | M | 1,639 | 08/01/2004 ⁽⁵⁾ | 08/01/2013 | Class B Common Stock | 1,639 |
| Stock Appreciation Rights | \$ 15.195 | 11/09/2004 | M | 1,639 | 08/01/2003 ⁽⁶⁾ | 08/01/2012 | Class B Common Stock | 1,639 |
| Stock Appreciation Rights | \$ 11.165 | 11/09/2004 | M | 1,639 | 08/01/2002 ⁽⁷⁾ | 08/01/2011 | Class B Common Stock | 1,639 |
| Stock Appreciation Rights | \$ 9.0938 | 11/09/2004 | M | 1,639 | 08/01/2001 ⁽⁸⁾ | 08/01/2010 | Class B Common Stock | 1,639 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LACKEY BOBBY LEE 18763 CANDLE PARK DR. SPRING, TX 77388 | | | | |

Signatures

Kelly C. Simoneaux on behalf of Bobby Lee Lackey pursuant to a power of attorney

11/12/2004

____ 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) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.

(2) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.

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- (3) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (4) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (5) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (6) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (7) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (8) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (9) The Reporting Persons Class B Common Stock holdings include 2,000 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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