

FREEPORT MCMORAN COPPER & GOLD INC
 Form 4
 May 12, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 QUIRK KATHLEEN L

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)
 05/11/2006

____ Director _____ 10% Owner
 ____ Officer (give title below) ____ Other (specify below)
 SVP, CFO & Treasurer

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	(D)	Price
Class B Common Stock	05/11/2006		M		7,488	A	\$ 13.9734
Class B Common Stock	05/11/2006		M		7,500	A	\$ 18.885
Class B Common Stock	05/11/2006		M		18,750	A	\$ 36.765
Class B Common	05/11/2006		M		39,250	A	\$ 37.04
							41,479
							48,979
							67,729
							106,979

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Stock							
Class B Common Stock	05/11/2006	S	39,100	D	\$ 70	67,879	D
Class B Common Stock	05/11/2006	S	1,100	D	\$ 70.01	66,779	D
Class B Common Stock	05/11/2006	S	1,500	D	\$ 70.02	65,279	D
Class B Common Stock	05/11/2006	S	7,000	D	\$ 70.03	58,279	D
Class B Common Stock	05/11/2006	S	4,900	D	\$ 70.04	53,379	D
Class B Common Stock	05/11/2006	S	1,800	D	\$ 70.05	51,579	D
Class B Common Stock	05/11/2006	S	2,100	D	\$ 70.06	49,479	D
Class B Common Stock	05/11/2006	S	2,788	D	\$ 70.07	46,691	D
Class B Common Stock	05/11/2006	S	2,000	D	\$ 70.08	44,691	D
Class B Common Stock	05/11/2006	S	4,100	D	\$ 70.09	40,591	D
Class B Common Stock	05/11/2006	S	1,700	D	\$ 70.1	38,891	D
Class B Common Stock	05/11/2006	S	100	D	\$ 70.14	38,791	D
Class B Common Stock	05/11/2006	S	100	D	\$ 70.16	38,691	D
Class B Common Stock ⁽⁵⁾	05/11/2006	S	4,700	D	\$ 70.17	33,991	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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(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)	\$ 13.9734	05/11/2006		M		7,488		01/29/2003 ⁽¹⁾	01/29/2012	Class B Common Stock	7,488
Options (Right to Buy)	\$ 18.885	05/11/2006		M		7,500		02/04/2004 ⁽²⁾	02/04/2013	Class B Common Stock	7,500
Options (Right to Buy)	\$ 36.765	05/11/2006		M		18,750		02/03/2005 ⁽³⁾	02/03/2014	Class B Common Stock	18,750
Options (Right to Buy)	\$ 37.04	05/11/2006		M		39,250		02/01/2006 ⁽⁴⁾	02/01/2015	Class B Common Stock	39,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
QUIRK KATHLEEN L 1615 POYDRAS STREET NEW ORLEANS, LA 70112			SVP, CFO & Treasurer	

Signatures

Kelly C. Simoneaux, on behalf of Kathleen L. Quirk pursuant to a power of attorney

05/12/2006

__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.

(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) Amount beneficially owned following the reported transactions includes 14,225 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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