

ADKERSON RICHARD C
 Form 4
 February 04, 2003
 FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, DC 20549

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

OMB APPROVAL
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(Print or Type Responses)

1. Name and Address of Reporting Person*

2. Issuer Name and Ticker or Trading Symbol

6. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director
 10% Owner
 Officer (specify title below)
 Other (specify title below)

Adkerson Richard C.
 (Last) (First) (Middle)

Freeport-McMoRan Copper & Gold Inc.
 (FCX)

President and Chief Financial Officer

1615 Poydras Street
 (Street)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

02/01/03

4. Statement for Month/Day/Year
 7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

New Orleans Louisiana 70112
 (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. 3, 4 and 5)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount or Number of Securities Acquired or Disposed of (Instr. 3, 4 and 5)	6. Ownership or Beneficial Ownership (Instr. 4)	7. Nature of Indirect or Beneficial Ownership (Instr. 4)
Class B Common Stock	02/01/03		F(1)	14,600	D	\$18,723,522(2)	D

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Class B Common Stock
Class B Common Stock

8,777 I By IRA for self
1,404 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).

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. (Over) SEC 1474 (9-02)

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. Conver- sion or Exercise Price of Deri- vative Security	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr. 3, 4 and 5)	5. Number of Deriv- ative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exer- cisable and Expiration Date (Month/Day/ Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of deriv- ative Secur- ities Benefi- cially Owned Follow- ing Reported Trans- action(s) (Instr. 4)	10. Owner- ship Form of Deri- vative Security Direct (D) or Indirect (I) (Instr. 4)

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Explanation of Responses:

1. Shares were withheld to cover taxes due upon the vesting of Class B Common Stock Restricted Stock Units
2. Includes 56,596 Class B Common Stock Restricted Stock Units

<p>**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.</p> <p>See</p>	<p>/s/ Margaret F. Murphy **Signature of Reporting Person Margaret F. Murphy, on behalf of</p>	<p>02/04/03 Date</p>
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18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Richard C. Adkerson

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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