Edgar Filing: MIELE ARTHUR R - Form 4

MIELE ART	-											
FORM	cember 01, 2005							OMB APPROVAL				
	Washington, D.C. 20549							COMMISSION	OMB Number:	3235-0287		
Check this if no long subject to Section 16 Form 4 or	box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								burden hou	Expires: January 31, 2005 Estimated average burden hours per response 0.5		
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 R	esponses)											
MIELE ARTHUR R Syr			Symbol	Name and S DODGE			g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)(First)(Middle)3. Date o(Month/IC/O PHELPS DODGECORPORATION, ONE NORTHCENTRAL AVENUE				•	insaction			Director 10% Owner X Officer (give title Other (specify below) below) Senior VP, Marketing				
	(Street) 4. If Amer Filed(Mon				e Original			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
PHOENIX, A	AZ 85004							Form filed by M Person	More than One Re	eporting		
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	(Month/Day/Year) Executi astr. 3) any				4. Securi onAcquired Disposed (Instr. 3,	l (A) o l of (D 4 and (A))	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Shares	11/29/2005			Code V S	Amount 1,000	or (D) D	Price \$ 133	(Instr. 3 and 4) 17,921	D			

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

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: MIELE ARTHUR R - Form 4

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owna Follo Repo Trans (Instr
Popo	rting O	WDORO		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
•	C	WNERS		I	Relationshi	ps					

MIELE ARTHUR R C/O PHELPS DODGE CORPORATION ONE NORTH CENTRAL AVENUE PHOENIX, AZ 85004

Signatures

/ s / S. David Colton, Attorney-in-fact for Arthur R. Miele

**Signature of Reporting Person

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).

Director 10% Owner

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.

Date

Senior VP, Marketing

12/01/2005

Officer

Other