

ARNOLD MICHAEL J.

Form 4

January 30, 2006

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

OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ARNOLD MICHAEL J

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

FREEPORT MCMORAN COPPER
& GOLD INC [FCX]

(Check all applicable)

(Last) (First) (Middle)

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

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

Chief Administrative Officer

1615 POYDRAS STREET

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

NEW ORLEANS, LA 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. 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	(A) or (D)	Price			
Class B Common Stock								2,143 ⁽¹⁾	I	401(k) Plan
Class B Common Stock	01/30/2006		M		18,719	A	\$ 13.9734	51,625	D	
Class B Common Stock	01/30/2006		S		1,500	D	\$ 62.95	50,125	D	
Class B Common	01/30/2006		S		100	D	\$ 62.94	50,025	D	

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Stock

Class B

Common Stock	01/30/2006	S	300	D	\$ 62.93	49,725	D
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Class B

Common Stock	01/30/2006	S	4,200	D	\$ 62.92	45,525	D
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Class B

Common Stock	01/30/2006	S	2,519	D	\$ 62.91	43,006	D
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Class B

Common Stock	01/30/2006	S	7,900	D	\$ 62.9	35,106	D
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Class B

Common Stock	01/30/2006	S	1,800	D	\$ 62.89	33,306	D
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Class B

Common Stock	01/30/2006	S	200	D	\$ 62.88	33,106	D
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Class B

Common Stock ⁽³⁾	01/30/2006	S	200	D	\$ 62.86	32,906	D
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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.

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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	01/30/2006		M	18,719	01/29/2003 ⁽²⁾ 01/29/2012	Class B Common Stock 18,719

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ARNOLD MICHAEL J 1615 POYDRAS STREET NEW ORLEANS, LA 70112			Chief Administrative Officer	

Signatures

Kelly C. Simoneaux on behalf of Michael J. Arnold pursuant to a power of attorney

01/30/2006

__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) Based on plan statement as of December 30, 2005.
- (2) 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.
- (3) Following the reported transactions, the Reporting Person's Class B Common Stock holdings include 11,902 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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