

WHARTON J TAYLOR
 Form 4
 December 04, 2002
 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

OMB APPROVAL
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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*		2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Wharton J. Taylor		Freeport-McMoRan Copper & Gold Inc. (FCX)		<input checked="" type="checkbox"/> Director or Owner <input type="checkbox"/> Officer (specify (give below) title below)		
(Last) (First) (Middle)		3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)		4. Statement for Month/Day/Year		7. Individual or Joint/Group Filing (Check Applicable Line)
1515 Holcombe Boulevard, Room B2.4310				08/01/02		
(Street)				5. If Amendment, Date of Original (Month/Day/Year)		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
Houston Texas 77030						
(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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount (A) or Price (D)
						7. Nature of Indirect Beneficial Ownership (Instr. 4)

									and 4)
Class B Common Stock ⁽¹⁾									10,688 ⁽²⁾
Class B Common Stock ⁽¹⁾									420 ⁽¹⁾
Class B Common Stock ⁽¹⁾									26,917 ⁽⁴⁾
Class B Common Stock ⁽¹⁾									160 ⁽¹⁾
Class B Common Stock ⁽¹⁾									2,881 ⁽⁶⁾
Class B Common Stock ⁽¹⁾									2,201 ⁽⁷⁾

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).

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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. 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. 3)			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)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reporting Transaction (Instr.
				Code	V	(A) (D)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Options ⁽⁸⁾ (right to buy)	\$15.195	08/01/02		A	V	10,000	08/01/03 ⁽⁹⁾	08/01/12	Common Stock	10,000	None	10,000	
Stock Appreciation	\$15.195	08/01/02		A	V	6,556	08/01/03 ⁽⁹⁾	08/01/12	Common Stock	6,556	None	6,556	

Rights

Explanation of Responses:

1. Effective May 3, 2002, the Company converted all shares of Class A Common Stock to shares of Class B Common Stock.
2. 1,270 of these shares were formerly reported as Class A Common Stock.
3. Formerly reported as Class A Common Stock
4. 3,011 of these shares were formerly reported as Class A Common Stock.
5. Formerly reported as Class A Common Stock
6. 188 of these shares were formerly reported as Class A Common Stock.
7. 144 of these shares were formerly reported as Class A Common Stock.
8. Options with rights to "Option Cancellation Gain" Payments
9. 25% exercisable on the date indicated and 25% exercisable on the next three anniversaries thereof

/s/ Margaret F. Murphy 12/02/02
****Signature of Reporting Person** **Date**
 Margaret F. Murphy, on behalf of
 J. Taylor Wharton.

****Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**
 See
 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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