Edgar Filing: PHELPS DODGE CORP - Form 4

PHELPS DOI	OGE CORP												
Form 4													
July 07, 2005	Л									OMB AF	PROVAL		
FORM	UNITEDS	TATES				ND EXC D.C. 205		NGE CO	MMISSION	OMB Number:	3235-0287		
Check this if no longe subject to Section 16. Form 4 or Form 5	r STATEMI	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,									January 31, 2005 verage s per 0.5		
obligations may contin <i>See</i> Instruc 1(b).	Section 17(a)	of the l		lity Ho	oldi	ng Com	pany	Act of 19	Act of 1934, 935 or Section				
(Print or Type Re	esponses)												
1. Name and Address of Reporting Person <u>*</u> PULATIE DAVID L			2. Issuer Name and Ticker or Trading Symbol PHELPS DODGE CORP [PD]					D	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Mi	ddle)					PDJ		(Check	all applicable)		
C/O PHELPS	DODGE ION, ONE NOR	,	3. Date of F (Month/Da) 07/05/200	y/Year)		Isaction			Director _X Officer (give t clow) SR. VP - HU		Owner r (specify RCES		
(Street)			4. If Amendment, Date Original					6.	6. Individual or Joint/Group Filing(Check				
PHOENIX, A	AZ 85004		Filed(Month	n/Day/Ye	ear)			_2	pplicable Line) X_ Form filed by Or _ Form filed by Mo erson				
(City)	(State) (Z	Zip)	Table	I - Non	-De	rivative S	ecurit	ties Acquir	ed, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executi any	emed on Date, if /Day/Year)	3. Transa Code (Instr.	8)	4. Securit r(A) or Di (Instr. 3, Amount	ispose	d of (D)	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)		
COMMON SHARES	07/05/2005			F <u>(1)</u>	¥	294	(D) D	\$ 93.515	15,558	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)

(Instr. 3)	Price of Derivative Security	(Month/Day/Yea	r) (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				rities r. 3 and 4)	(Instr. 5)	Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repor	ting Owners									
Rep	orting Owner Name / Address	Director	10% Owner	Rel a Officer	Relationships Officer			Other		
C/O PHEI ONE NOI	E DAVID L LPS DODGE CORPORATIO RTH CENTRAL AVENUE K, AZ 85004	DN	SR. VP - HUMAN RESOURCES							
Signa	tures									
/s/ S. Dav Pulatie	/s/ S. David Colton, Attorney-in-fact for David L. Pulatie			7/07/200)5					

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4.

Code

Execution Date, if

5.

of

TransactionNumber

6. Date Exercisable and

Expiration Date

(Month/Day/Year)

7. Title and

Amount of

Underlying

8. Price of

Derivative

Security

9. Nt

Deriv

Secu

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

3. Transaction Date 3A. Deemed

any

(Month/Day/Year)

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) SHARES WITHHELD TO PAY STATE AND FEDERAL TAXES ON AN AWARD OF RESTRICTED SHARES PURSUANT TO THE PHELPS DODGE 1998 STOCK OPTION AND RESTRICTED STOCK PLAN.

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.

1. Title of

Security

2.

or Exercise

Derivative Conversion