

BRUCE ROBERT W III  
 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)<br><br>1. Name and Address of Reporting Person*<br><br>Bruce III Robert W. |   | 2. Issuer Name and Ticker or Trading Symbol<br><br>Freeport-McMoRan Copper & Gold Inc. (FCX) |   | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director<br><input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (specify title below)<br><input type="checkbox"/> Other (specify below) |                                 |  |
| (Last) (First) (Middle)<br><br>96 Spring Street<br>(Street)  | 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)<br><br>96 Spring Street<br>(City) (State) (Zip) | 4. Statement for Month/Day/Year<br><br>08/01/02  | 5. If Amendment, Date of Original (Month/Day/Year)<br><br>X Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person | 7. Individual or Joint/Group Filing (Check Applicable Line)   |                                 |  |
| Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned                       |   |  |   |   |                                 |  |
| 1. Title of Security (Instr. 3)  | 2. Transaction Date   | 2A. Deemed Execution Date, if  | 3. Transaction Code<br>4. Securities Acquired (A) or Disposed of (D) (Instr. 8)   | 5. Acquisition or Disposition Date (Month/Day/Year)   | 6. Ownership Form: Beneficially | 7. Nature of Indirect Beneficial Ownership |

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|  | (Month/<br>Day/<br>Year) | any<br>(Month/<br>Day/<br>Year) | Code | (Instr. 3, 4 and<br>5) |                  |       | Owned (D) or<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4)<br>(Instr.<br>3<br>and<br>4) | ship<br>(Instr. 4) |
|--|--------------------------|---------------------------------|------|------------------------|------------------|-------|--|--------------------|
|  |                          |                                 |      | Amount                 | (A)<br>or<br>(D) | Price |  |                    |
|  |                          |                                 |      |                        |                  |       |  |                    |
|  |                          |                                 |      |                        |                  |       |  |                    |
|  |                          |                                 |      |                        |                  |       |  |                    |
|  |                          |                                 |      |                        |                  |       |  |                    |
|  |                          |                                 |      |                        |                  |       |  |                    |
|  |                          |                                 |      |                        |                  |       |  |                    |
|  |                          |                                 |      |                        |                  |       |  |                    |
|  |                          |                                 |      |                        |                  |       |  |                    |
|  |                          |                                 |      |                        |                  |       |  |                    |

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<br>(continued)                               | Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(e.g., puts, calls, warrants, options, convertible securities) |  |  |  |   |   |   |  |  |
|---|---|--|--|--|---|---|---|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion or<br>Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execution<br>Date, if<br>any<br>(Month/<br>Day/<br>Year) | 4. Transaction<br>Code<br>(Instr. 3,<br>4 and 5) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3,<br>4 and 5) | 6. Date Exercisable and<br>Expiration<br>Date<br>(Month/Day/<br>Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price<br>of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) |
|   |   |  |  |  |   |   |   |  |  |

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|  |          |          |  | Code | V | (A)    | (D) | Date Exer-<br>cisable   | Expira-<br>tion<br>Date | Title                      | Amount<br>or<br>Number<br>of<br>Shares |      |        |
|--|----------|----------|--|------|---|--------|-----|-------------------------|-------------------------|----------------------------|--|------|--------|
| Options <sup>(1)</sup><br>(right to buy) | \$15.195 | 08/01/02 |  | A    | V | 10,000 |     | 08/01/03 <sup>(2)</sup> | 08/01/12                | Class B<br>Common<br>Stock | 10,000                                 | None | 10,000 |
| Stock<br>Appreciation<br>Rights          | \$15.195 | 08/01/02 |  | A    | V | 6,556  |     | 08/01/03 <sup>(2)</sup> | 08/01/12                | Class B<br>Common<br>Stock | 6,556                                  | None | 6,556  |
|  |          |          |  |      |   |        |     |                         |                         |                            |  |      |        |
|  |          |          |  |      |   |        |     |                         |                         |                            |  |      |        |
|  |          |          |  |      |   |        |     |                         |                         |                            |  |      |        |
|  |          |          |  |      |   |        |     |                         |                         |                            |  |      |        |
|  |          |          |  |      |   |        |     |                         |                         |                            |  |      |        |
|  |          |          |  |      |   |        |     |                         |                         |                            |  |      |        |

Explanation of Responses:

- 1. Options with rights to "Option Cancellation Gain" Payments
- 2. 25% exercisable on the date indicated and 25% exercisable on the next three anniversaries thereof

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See

/s/Margaret F.  
Murphy  
\*\*Signature of Reporting  
Person  
Margaret F. Murphy, on behalf  
of  
Robert W. Bruce III  
12/02/02  
Date

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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