

ADKERSON RICHARD C  
Form 4  
February 07, 2019

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ADKERSON RICHARD C

2. Issuer Name and Ticker or Trading Symbol  
FREEPORT-MCMORAN INC  
[FCX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
333 NORTH CENTRAL AVENUE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/05/2019

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Vice Chairman, President & CEO

PHOENIX, AZ 85004

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

(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 (D) Price  |   |  |   |
| Common Stock                    | 02/05/2019                           |  | A <sup>(1)</sup>               | 168,000 A \$ 0  | 2,067,279   | D  |   |
| Common Stock                    | 02/05/2019                           |  | A <sup>(2)</sup>               | 64,000 A \$ 0   | 2,131,279   | D  |   |
| Common Stock                    | 02/05/2019                           |  | A <sup>(3)</sup>               | 552,000 A \$ 0  | 2,683,279   | D  |   |
| Common Stock                    | 02/05/2019                           |  | F <sup>(4)</sup>               | 257,716 D \$ 11.86  | 2,425,563 <sup>(5)</sup>  | D  |   |
| Common Stock                    |                                      |  |                                |   | 600,000   | I  | Through GRATs   |

Common Stock 20,330 I By IRA

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.**

SEC 1474 (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 Number of Shares |
| Options (Right to Buy)                     | \$ 11.87   | 02/05/2019                           |  | A                              | 395,000   | 02/05/2020 <sup>(6)</sup>                                | 02/05/2029  | Common Stock | 395,000                 |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| ADKERSON RICHARD C<br>333 NORTH CENTRAL AVENUE<br>PHOENIX, AZ 85004 | X             |           | Vice Chairman, President & CEO |       |

## Signatures

Kelly C. Simoneaux, on behalf of Richard C. Adkerson pursuant to a power of attorney 02/07/2019

\*\*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) Represents a grant of time-vested Common Stock Restricted Stock Units.
- (2) Shares acquired through vesting of performance-based restricted stock units granted on February 7, 2017.
- (3) Shares acquired through vesting of performance share units (PSUs) granted on March 30, 2016.
- (4) Shares withheld to cover the taxes due upon the vesting of 64,000 performance-based restricted stock units and 552,000 PSUs.
- (5)

## Edgar Filing: ADKERSON RICHARD C - Form 4

Amount beneficially owned following the reported transactions includes 1,402,500 Common Stock Restricted Stock Units, 1,000,000 of which are vested but deferred.

- (6) 33.3% exercisable on the date indicated and on each of the next two anniversaries thereof.

### **Remarks:**

In addition to the awards reported herein, on February 5, 2019, the Reporting Person also received a grant of PSUs, which will

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.