

FREEPORT MCMORAN COPPER & GOLD INC
Form 8-K
January 17, 2013

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 10, 2013

FREEPORT-McMoRan COPPER & GOLD INC.
(Exact name of registrant as specified in its charter)

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| Delaware (State or other jurisdiction of incorporation) | 1/1/11307 (Commission File Number) | 74-2480931 (IRS Employer Identification Number) |
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|---|--------------------------|
| 333 North Central Avenue Phoenix, AZ (Address of principal executive offices) | 85004-2189 (Zip Code) |
|---|--------------------------|

Registrant's telephone number, including area code: (602) 366-8100

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On January 10, 2013, the board of directors of Freeport-McMoRan Copper & Gold Inc.(FCX) approved amendments to FCX's Amended and Restated By-Laws. Articles XI, XII and XIII were amended to revise the (a) description of the powers and duties of each of the Chairman of the Board, Vice Chairman/Vice Chairmen of the Board, and the Chief Executive Officer and President and other provisions were amended to make conforming changes.

A copy of FCX's Amended and Restated By-Laws, as amended effective January 10, 2013 is attached hereto as Exhibit 3.1, and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The Exhibit included as part of this Current Report is listed in the attached Exhibit Index.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FREEPORT-McMoRan COPPER & GOLD INC.

By: /s/ C. Donald Whitmire, Jr.

C. Donald Whitmire, Jr.
Vice President and Controller -
Financial Reporting
(authorized signatory and
Principal Accounting Officer)

Date: January 16, 2013

Freeport-McMoRan Copper & Gold Inc.
Exhibit Index

Exhibit
Number

3.1 Freeport-McMoRan Copper & Gold Inc. Amended and Restated By-Laws, as amended effective January 10, 2013.