

FREEPORT-MCMORAN INC
Form 4
April 04, 2016

FORM 4

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

OMB APPROVAL

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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 *
FLORES JAMES 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)
700 MILAM, SUITE 3100
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/31/2016

____ Director
 Officer (give title below) _____ Other (specify below)
CEO of Subsidiary

HOUSTON, TX 77002

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	03/31/2016		M		42,906 A \$ 4,375,840	D	
Common Stock	03/31/2016		D		42,906 D \$ 10.086 4,332,934	D	
Common Stock	03/31/2016		F ⁽²⁾		7,661 D \$ 10.29 4,325,273 ⁽³⁾	D	
Common Stock					325 ⁽⁴⁾	I	By 401(k) plan
Common Stock					1,550,458	I	Flores Family Limited Partnership

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Common Stock	17,350	I	OLF Partnership, L.P.
Common Stock	20,000	I	JCF Partnership, L.P.
Common Stock	20,000	I	Mer.FF Partnership, L.P.
Common Stock	20,000	I	Ala.GF Partnership, L.P.
Common Stock	2,086,041	I	By Sable Management, L.P.
Common Stock	2,850,000	I	Flores No. 2 Family Limited Partnership

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Restricted Stock Units (cash-settled)	<u>(1)</u>	03/31/2016		M	42,906	<u>(5)</u>	<u>(5)</u>	Common Stock	42,906

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

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Director 10% Owner Officer Other

FLORES JAMES C
700 MILAM
SUITE 3100
HOUSTON, TX 77002

CEO of Subsidiary

Signatures

Kelly C. Simoneaux, on behalf of James C. Flores, pursuant to a power of attorney

04/04/2016

__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 the vesting of cash-settled restricted stock units, the value of which is equivalent to the average trading price of FCX common stock for the five trading days prior to vesting.
- (2) Shares withheld to cover taxes due upon vesting of 28,962 stock-settled restricted stock units.
- (3) Includes 41,832 stock-settled restricted stock units.
- (4) Based on plan statement as of December 31, 2015.
- (5) As of March 31, 2016, the award is fully vested.

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.