

FREEPORT-MCMORAN INC  
Form FWP  
November 12, 2014

Filed Pursuant to Rule 433

Registration No. 333-179420

Pricing Term Sheet

November 10, 2014

FREEPORT-MCMORAN INC.

Pricing Term Sheet 2017 Notes

|                                  |   |
|----------------------------------|---|
| Issuer:                          | Freeport-McMoRan Inc.   |
| Guarantor:                       | Freeport-McMoRan Oil & Gas LLC  |
| Security Description:            | Senior Notes  |
| Format:                          | SEC Registered  |
| Size:                            | \$750,000,000   |
| Maturity:                        | November 14, 2017   |
| Coupon:                          | 2.300%  |
| Yield:                           | 2.323%  |
| Spread to Benchmark Treasury:    | T+135 basis points  |
| Benchmark Treasury:              | UST 0.875% due 10/15/17   |
| Benchmark Treasury Price; Yield: | 99-23; 0.973%   |
| Interest Payment Dates:          | Semi-annually on May 14 and November 14 of each year, commencing May 14, 2015   |
| Optional Redemption:             | Make-whole call at any time @ T+25 basis points prior to maturity.  |
| Price to Public:                 | 99.934%   |
| Use of Proceeds:                 | We intend to use the net proceeds from the offering of the 2017 senior notes, the 2021 senior notes, the 2024 senior notes and the 2034 senior notes to repay certain of our existing indebtedness. |
| Trade Date:                      | November 10, 2014   |
| Settlement Date:                 | November 14, 2014 (T+3)   |
| Minimum Denominations:           | \$2,000 x \$1,000   |
| CUSIP:                           | 35671D BK0  |
| ISIN:                            | US35671DBK00  |
| Ratings*:                        | Moody s: Baa3 (stable outlook)<br><br>S&P: BBB (stable outlook)   |

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Bookrunners:

Fitch: BBB (stable outlook)  
Citigroup Global Markets Inc.  
J.P. Morgan Securities LLC  
Merrill Lynch, Pierce, Fenner & Smith  
Incorporated  
BNP Paribas Securities Corp.  
HSBC Securities (USA) Inc.  
Mitsubishi UFJ Securities (USA), Inc.  
Mizuho Securities USA Inc.  
Scotia Capital (USA) Inc.

Senior Co-Managers:

SMBC Nikko Securities America, Inc.  
BBVA Securities Inc.  
BMO Capital Markets Corp.  
Credit Agricole Securities (USA) Inc.  
Santander Investment Securities Inc.  
SG Americas Securities, LLC  
Standard Chartered Bank  
U.S. Bancorp Investments, Inc.

Co-Managers:

Wells Fargo Securities, LLC  
Banca IMI S.p.A.  
Capital One Securities, Inc.  
CIBC World Markets Corp.  
Deutsche Bank Securities Inc.  
Goldman, Sachs & Co.  
Natixis Securities Americas LLC  
RBC Capital Markets, LLC  
TD Securities (USA) LLC

The Williams Capital Group, L.P.

UBS Securities LLC

Additional Information:

We are issuing \$750,000,000 aggregate principal amount of 2.300% senior notes due 2017, \$600,000,000 aggregate principal amount of 4.000% senior notes due 2021, \$850,000,000 aggregate principal amount of 4.550% senior notes due 2024, and \$800,000,000 aggregate principal amount of 5.400% senior notes due 2034.

\* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

**The issuer has filed a registration statement (including a prospectus supplement) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus supplement and the accompanying prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus supplement if you request it by calling Citigroup Global Markets Inc. toll-free at 1-800-831-9146, J.P. Morgan Securities LLC collect at 1-212-834-4533 or Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at 1-800-294-1322.**

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Pricing Term Sheet

November 10, 2014

## FREEPORT-MCMORAN INC.

Pricing Term Sheet 2021 Notes

|                                  |   |
|----------------------------------|---|
| Issuer:                          | Freeport-McMoRan Inc.   |
| Guarantor:                       | Freeport-McMoRan Oil & Gas LLC  |
| Security Description:            | Senior Notes  |
| Format:                          | SEC Registered  |
| Size:                            | \$600,000,000   |
| Maturity:                        | November 14, 2021   |
| Coupon:                          | 4.000%  |
| Yield:                           | 4.063%  |
| Spread to Benchmark Treasury:    | T+200 basis points  |
| Benchmark Treasury:              | UST 2.000% due 10/31/21   |
| Benchmark Treasury Price; Yield: | 99-19; 2.063%   |
| Interest Payment Dates:          | Semi-annually on May 14 and November 14 of each year, commencing May 14, 2015   |
| Optional Redemption:             | Make-whole call at any time @ T+30 basis points prior to maturity.  |
| Price to Public:                 | 99.619%   |
| Use of Proceeds:                 | We intend to use the net proceeds from the offering of the 2017 senior notes, the 2021 senior notes, the 2024 senior notes and the 2034 senior notes to repay certain of our existing indebtedness. |
| Trade Date:                      | November 10, 2014   |
| Settlement Date:                 | November 14, 2014 (T+3)   |
| Minimum Denominations:           | \$2,000 x \$1,000   |
| CUSIP:                           | 35671D BH7  |
| ISIN:                            | US35671DBH70  |
| Ratings*:                        | Moody s: Baa3 (stable outlook)  |
|                                  | S&P: BBB (stable outlook)   |
|                                  | Fitch: BBB (stable outlook)   |

Bookrunners:

Citigroup Global Markets Inc.  
J.P. Morgan Securities LLC  
Merrill Lynch, Pierce, Fenner & Smith  
Incorporated  
BNP Paribas Securities Corp.  
HSBC Securities (USA) Inc.  
Mitsubishi UFJ Securities (USA), Inc.  
Mizuho Securities USA Inc.  
Scotia Capital (USA) Inc.

Senior Co-Managers:

SMBC Nikko Securities America, Inc.  
BBVA Securities Inc.  
BMO Capital Markets Corp.  
Credit Agricole Securities (USA) Inc.  
Santander Investment Securities Inc.  
SG Americas Securities, LLC  
Standard Chartered Bank  
U.S. Bancorp Investments, Inc.

Co-Managers:

Wells Fargo Securities, LLC  
Banca IMI S.p.A.  
Capital One Securities, Inc.  
CIBC World Markets Corp.  
Deutsche Bank Securities Inc.  
Goldman, Sachs & Co.  
Natixis Securities Americas LLC  
RBC Capital Markets, LLC  
TD Securities (USA) LLC

The Williams Capital Group, L.P.

UBS Securities LLC

Additional Information:

We are issuing \$750,000,000 aggregate principal amount of 2.300% senior notes due 2017, \$600,000,000 aggregate principal amount of 4.000% senior notes due 2021, \$850,000,000 aggregate principal amount of 4.550% senior notes due 2024, and \$800,000,000 aggregate principal amount of 5.400% senior notes due 2034.

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November 10, 2014

FREEPORT-MCMORAN INC.

Pricing Term Sheet 2024 Notes

|                                  |   |
|----------------------------------|---|
| Issuer:                          | Freeport-McMoRan Inc.   |
| Guarantor:                       | Freeport-McMoRan Oil & Gas LLC  |
| Security Description:            | Senior Notes  |
| Format:                          | SEC Registered  |
| Size:                            | \$850,000,000   |
| Maturity:                        | November 14, 2024   |
| Coupon:                          | 4.550%  |
| Yield:                           | 4.562%  |
| Spread to Benchmark Treasury:    | T+220 basis points  |
| Benchmark Treasury:              | UST 2.375% due 8/15/24  |
| Benchmark Treasury Price; Yield: | 100-03+; 2.362%   |
| Interest Payment Dates:          | Semi-annually on May 14 and November 14 of each year, commencing May 14, 2015   |
| Optional Redemption:             | Make-whole call at any time @ T+35 basis points prior to August 14, 2024.<br>Par call at any time on or after August 14, 2024.  |
| Price to Public:                 | 99.905%   |
| Use of Proceeds:                 | We intend to use the net proceeds from the offering of the 2017 senior notes, the 2021 senior notes, the 2024 senior notes and the 2034 senior notes to repay certain of our existing indebtedness. |
| Trade Date:                      | November 10, 2014   |
| Settlement Date:                 | November 14, 2014 (T+3)   |
| Minimum Denominations:           | \$2,000 x \$1,000   |
| CUSIP:                           | 35671D BL8  |
| ISIN:                            | US35671DBL82  |
| Ratings*:                        | Moody s: Baa3 (stable outlook)<br>S&P: BBB (stable outlook)   |

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Bookrunners:

Fitch: BBB (stable outlook)  
Citigroup Global Markets Inc.  
J.P. Morgan Securities LLC  
Merrill Lynch, Pierce, Fenner & Smith  
Incorporated  
BNP Paribas Securities Corp.  
HSBC Securities (USA) Inc.  
Mitsubishi UFJ Securities (USA), Inc.  
Mizuho Securities USA Inc.  
Scotia Capital (USA) Inc.

Senior Co-Managers:

SMBC Nikko Securities America, Inc.  
BBVA Securities Inc.  
BMO Capital Markets Corp.  
Credit Agricole Securities (USA) Inc.  
Santander Investment Securities Inc.  
SG Americas Securities, LLC  
Standard Chartered Bank  
U.S. Bancorp Investments, Inc.

Co-Managers:

Wells Fargo Securities, LLC  
Banca IMI S.p.A.  
Capital One Securities, Inc.  
CIBC World Markets Corp.  
Deutsche Bank Securities Inc.  
Goldman, Sachs & Co.  
Natixis Securities Americas LLC  
RBC Capital Markets, LLC  
TD Securities (USA) LLC



The Williams Capital Group, L.P.

UBS Securities LLC

Additional Information:

We are issuing \$750,000,000 aggregate principal amount of 2.300% senior notes due 2017, \$600,000,000 aggregate principal amount of 4.000% senior notes due 2021, \$850,000,000 aggregate principal amount of 4.550% senior notes due 2024, and \$800,000,000 aggregate principal amount of 5.400% senior notes due 2034.

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Pricing Term Sheet

November 10, 2014

FREEPORT-MCMORAN INC.

Pricing Term Sheet 2034 Notes

|                                  |   |
|----------------------------------|---|
| Issuer:                          | Freeport-McMoRan Inc.   |
| Guarantor:                       | Freeport-McMoRan Oil & Gas LLC  |
| Security Description:            | Senior Notes  |
| Format:                          | SEC Registered  |
| Size:                            | \$800,000,000   |
| Maturity:                        | November 14, 2034   |
| Coupon:                          | 5.400%  |
| Yield:                           | 5.440%  |
| Spread to Benchmark Treasury:    | T+235 basis points  |
| Benchmark Treasury:              | UST 3.375% due 05/15/44   |
| Benchmark Treasury Price; Yield: | 105-15+; 3.090%   |
| Interest Payment Dates:          | Semi-annually on May 14 and November 14 of each year, commencing May 14, 2015   |
| Optional Redemption:             | Make-whole call at any time @ T+37.5 basis points prior to May 14, 2034.<br>Par call at any time on or after May 14, 2034.  |
| Price to Public:                 | 99.516%   |
| Use of Proceeds:                 | We intend to use the net proceeds from the offering of the 2017 senior notes, the 2021 senior notes, the 2024 senior notes and the 2034 senior notes to repay certain of our existing indebtedness. |
| Trade Date:                      | November 10, 2014   |
| Settlement Date:                 | November 14, 2014 (T+3)   |
| Minimum Denominations:           | \$2,000 x \$1,000   |
| CUSIP:                           | 35671D BJ3  |
| ISIN:                            | US35671DBJ37  |

Ratings\*:

Moody s: Baa3 (stable outlook)

S&P: BBB (stable outlook)

Fitch: BBB (stable outlook)

Bookrunners:

Citigroup Global Markets Inc.

J.P. Morgan Securities LLC

Merrill Lynch, Pierce, Fenner & Smith

Incorporated

BNP Paribas Securities Corp.

HSBC Securities (USA) Inc.

Mitsubishi UFJ Securities (USA), Inc.

Mizuho Securities USA Inc.

Scotia Capital (USA) Inc.

SMBC Nikko Securities America, Inc.

Senior Co-Managers:

BBVA Securities Inc.

BMO Capital Markets Corp.

Credit Agricole Securities (USA) Inc.

Santander Investment Securities Inc.

SG Americas Securities, LLC

Standard Chartered Bank

U.S. Bancorp Investments, Inc.

Wells Fargo Securities, LLC

Co-Managers:

Banca IMI S.p.A.

Capital One Securities, Inc.

CIBC World Markets Corp.

Deutsche Bank Securities Inc.

Goldman, Sachs & Co.

Natixis Securities Americas LLC

RBC Capital Markets, LLC

TD Securities (USA) LLC

The Williams Capital Group, L.P.

UBS Securities LLC

Additional Information:

We are issuing \$750,000,000 aggregate principal amount of 2.300% senior notes due 2017, \$600,000,000 aggregate principal amount of 4.000% senior notes due 2021, \$850,000,000 aggregate principal amount of 4.550% senior notes due 2024, and \$800,000,000 aggregate principal amount of 5.400% senior notes due 2034.

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