

Edgar Filing: DUPONT E I DE NEMOURS & CO - Form 4

DUPONT E I DE NEMOURS & CO

Form 4

March 09, 2001

NITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Goodmanson, Richard R.
 D-9000
 1007 Market Street
 Wilmington, DE 19898
2. Issuer Name and Ticker or Trading Symbol

 E. I. du Pont de Nemours and Company (DD)
3. IRS or Social Security Number of Reporting Person (Voluntary)
 51-0014090
4. Statement for Month/Year
 February 2001
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Executive Vice President and Chief Operating Officer
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month A/D Price
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Table II -- Derivative Securites Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date A/Exercise Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Put or Call
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DuPont Common Stock Units
 N/A
 2/7/01
 A (1)
 19,523.5328
 N/A
 N/A
 Common Stock
 19,523.5328

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Employee Stock Options (right to buy) (2) NQO's and ISO's	43.25	2/7/01	A (2)	V	312,688	A	(2)	2/6/1	Common Stock	312,688	-
		1	1)					1			

Explanation of Responses:

(1) Deferred Variable Compensation credited as stock units under the Variable Compensation Plan.

(2) Options exercisable in three substantially equal annual installments beginning 2/7/02, provided that 120% stock price hurdle is met; option shares may be used to satisfy withholding taxes.

SIGNATURE OF REPORTING PERSON

/s/ Richard R. Goodmanson by Mary E. Bowler

DATE

03/09/01