

Edgar Filing: ZELENY DENNIS - Form 4

ZELENY DENNIS

Form 4

August 08, 2001

UNITED 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
 Zeleny, Dennis
 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)
4. Statement for Month/Year
 07/31/2001
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)
 Senior Vice President - Global Human Resources
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
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Table II -- Derivative Securities 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call
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Restricted DuPont Common Stock Units (1)	N/A	7/16/01	A	10,000	N/A	Common Stock	10,000
Employee Stock Options	45.25	7/16/01	A	150,000	(2) 7/15/01	Common Stock	150,000

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(right to buy) NQO's		01					11			
(2)										

Employee Stock Options	45.25	7/16/	A	V 150,000	A	(3)	7/15/	Common Stock	150,000	
(right to buy) NQO's		01					11			
(3)										

Explanation of Responses:

(1) Granted under the DuPont Stock Performance Plan.

(2) Options become exercisable in three equal annual installments beginning 7/16/02, provided the 120% hurdle is met; option shares may be used to satisfy tax withholding.

(3) Options become exercisable in five equal annual installments beginning 7/16/02, provided the 120% hurdle is met; option shares may be used to satisfy tax withholding.

SIGNATURE OF REPORTING PERSON

/s/ Dennis Zeleny by Mary E. Bowler

DATE

08/08/01