

MUZYKA DOUGLAS W.
Form 4
September 05, 2017

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 *
MUZYKA DOUGLAS W.

2. Issuer Name and Ticker or Trading Symbol
DUPONT E I DE NEMOURS & CO
[DD]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
CHESTNUT RUN PLAZA 730, 974
CENTRE ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/31/2017

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP & Chief S&T Officer

WILMINGTON, DE 19805

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/31/2017		D	V Amount 44,857.2932 (1)	(A) or (D) Price D 1 0	D	

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 49.9015	08/31/2017		D	11,124 (2)	(2) 02/05/2019	Common Stock	11,124	
Employee Stock Option (Right to Buy)	\$ 45.7189	08/31/2017		D	23,378 (3)	(3) 02/05/2020	Common Stock	23,378	
Employee Stock Option (Right to Buy)	\$ 59.6543	08/31/2017		D	18,962 (4)	(4) 02/04/2021	Common stock	18,962	
Employee Stock Option (Right to Buy)	\$ 71.0648	08/31/2017		D	26,836 (5)	(5) 02/03/2022	Common Stock	26,836	
Employee Stock Option (Right to Buy)	\$ 58.76	08/31/2017		D	39,851 (6)	(6) 02/02/2026	Common Stock	39,851	
Employee Stock Option (Right to Buy)	\$ 76.17	08/31/2017		D	36,037 (7)	(7) 02/01/2027	Common Stock	36,037	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MUZYKA DOUGLAS W.
CHESTNUT RUN PLAZA 730
974 CENTRE ROAD
WILMINGTON, DE 19805

SVP & Chief S&T Officer

Signatures

Erik T. Hoover by Power of
Attorney

09/05/2017

__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).

- Disposed of pursuant to merger agreement between issuer and Dow Chemical Company in exchange for 57,506 shares or stock units, as applicable, of DowDuPont common stock having a market value of \$67.18 per share or stock unit, as applicable, on the effective date of the merger.
- (1) applicable, of DowDuPont common stock having a market value of \$67.18 per share or stock unit, as applicable, on the effective date of the merger.
 - (2) This option, which provided for vesting in three equal annual installments beginning February 6, 2013, was assumed by DowDuPont in the merger and exchanged for 14,260 options at a grant price of \$38.93.
 - (3) This option, which provided for vesting in three equal annual installments beginning February 6, 2014, was assumed by DowDuPont in the merger and exchanged for 29,970 options at a grant price of \$35.67.
 - (4) This option, which provided for vesting in three equal annual installments beginning February 5, 2015, was assumed by DowDuPont in the merger and exchanged for 24,309 options at a grant price of \$46.54.
 - (5) This option, which provided for vesting in three equal annual installments beginning February 4, 2016, was assumed by DowDuPont in the merger and exchanged for 34,403 options at a grant price of \$55.44.
 - (6) This option, which provided for vesting in three equal annual installments beginning February 3, 2017, was assumed by DowDuPont in the merger and exchanged for 51,088 options at a grant price of \$45.84.
 - (7) This option, which provided for vesting in three equal annual installments beginning February 2, 2018, was assumed by DowDuPont in the merger and exchanged for 46,199 options at a grant price of \$59.42.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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