

Edgar Filing: ZELENY DENNIS - Form 4

ZELENY DENNIS

Form 4

March 08, 2002

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

02/28/2002

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
----------------------	---------------------	---------	--	--

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	7. Title and Amount of Underlying Securities	8. Put or Call
---------------------------------	--	---------------------	---------	---	---	--	----------------

Employee Stock Options (right to buy) NQOs and ISOs	42.50	02/06	A	V	135,000	A *	02/05	Common Stock	135,000	-
---	-------	-------	---	---	---------	-----	-------	--------------	---------	---

Edgar Filing: ZELENY DENNIS - Form 4

| | | | | | | | | |

Explanation of Responses:

*Options exercisable in three substantially equal annual installments beginning 02/06/03, provided the 120% stock price hurdle is met; option shares may be used to satisfy withholding taxes.

SIGNATURE OF REPORTING PERSON

/s/ Dennis Zeleny by Mary E. Bowler

DATE

03/08/02