

BREEN EDWARD D
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 *
BREEN EDWARD D

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)
Chair & CEO

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 Ownership (Instr. 4)
				Code V	Amount	(A) or (D)	Price
Common Stock	08/31/2017		D		41,246.8358 (1)	D	0
Common Stock	08/31/2017		D		15,150 (2)	D	0
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 66.11	08/31/2017		D	400,000 (3)	(3) 11/05/2022		Common Stock	400,000
Employee Stock Option (right to buy)	\$ 76.17	08/31/2017		D	266,667 (4)	(4) 02/01/2027		Common Stock	266,667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BREEN EDWARD D CHESTNUT RUN PLAZA 730 974 CENTRE ROAD WILMINGTON, DE 19805	X		Chair & CEO	

Signatures

Erik T. Hoover by Power of Attorney
Date: 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).

- (1) Disposed pursuant to merger agreement between issuer and Dow Chemical Company in exchange for 52,893.1084 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.
- (2) Disposed pursuant to merger agreement between issuer and Dow Chemical Company in exchange for 19,422 shares of DowDuPont common stock having a market value of \$67.18 per share on the effective date of the merger.
- (3) This option, which provided for vesting in three equal annual installments beginning November 6, 2016, was assumed by DowDuPont in the merger and exchanged for 512,800 options at a grant price of \$51.57.

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- (4) 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 341,867 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.