

Edgar Filing: ZELENY DENNIS - Form 4

ZELENY DENNIS

Form 4

February 21, 2003

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

February 21, 2003

5. If Amendment, Date of Original (Month/Year)

February 19, 2003\*

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	7. Title and Amount of Underlying Securities	8. Put or Call
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Employee Stock Options (right to buy) and ISOs	37.75	2/13/03	A	85,000	A (1) 2/4/13	Common Stock	85,000	-
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DuPont Common Stock Units(2)	N/A	12/13/03	A	2,906	A	N/A	N/A	Common Stock	2,906	-

Explanation of Responses:

(1) Options exercisable in three substantially equal annual installments beginning one year from grant date, provided the 120% stock price hurdle is met; option shares may be used to satisfy withholding taxes.

(2) Stock units deferred under the DuPont Variable Compensation Plan.

\*To correct clerical errors.

SIGNATURE OF REPORTING PERSON

/s/ Dennis Zeleny by Mary E. Bowler