

BREEN EDWARD D  
Form 4  
September 05, 2017

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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<br>(1)  | D  | 0  |
| Common Stock                    | 08/31/2017                           |  | D                              |   | 15,150 (2)  | D  | 0  |
|                                 |                                      |  |                                |   |   | I  | GRAT                                       |

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<br>(3)  | (3) 11/05/2022   |   | Common Stock | 400,000              |
| Employee Stock Option (right to buy)       | \$ 76.17   | 08/31/2017                           |  | D                              | 266,667<br>(4)  | (4) 02/01/2027   |   | Common Stock | 266,667              |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |             |       |
|---|---------------|-----------|-------------|-------|
|   | Director      | 10% Owner | Officer     | Other |
| BREEN EDWARD D<br>CHESTNUT RUN PLAZA 730<br>974 CENTRE ROAD<br>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 of 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 of 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.