

SAGER THOMAS L
Form 4
December 30, 2010

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 *
SAGER THOMAS L

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)
D-7038, 1007 MARKET STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/29/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP and General Counsel

WILMINGTON, DE 19898

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)
			Code	V Amount (A) or (D) Price			
Common Stock	12/29/2010		M ⁽¹⁾	4,800 A \$ 37.75	25,754.6296 (2)	D	
Common Stock	12/29/2010		S ⁽¹⁾	4,800 D \$ 50	20,954.6296 (2)	D	
Common Stock	12/29/2010		M ⁽¹⁾	4,600 A \$ 42.5	25,554.6296 (2)	D	
Common Stock	12/29/2010		S ⁽¹⁾	4,600 D \$ 50	20,954.6296 (2)	D	
Common Stock					796.076	I	DuPont Retirement Savings

Common Stock	338.1593	I	Restoration Plan
Common Stock	72 ⁽³⁾	I	DuPont Retirement Savings Plan Custodial accounts for children

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

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(9-02)

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)	Amount or Number of Shares
Employee Stock Options (right to buy)	\$ 37.75	12/29/2010		M ⁽⁴⁾	4,800	02/05/2004 ⁽⁵⁾ 02/04/2013	Common Stock	4,800
Employee Stock Options (right to buy)	\$ 42.5	12/29/2010		M ⁽⁴⁾	4,600	02/06/2003 ⁽⁵⁾ 02/05/2012	Common Stock	4,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

SAGER THOMAS L
D-7038
1007 MARKET STREET
WILMINGTON, DE 19898

SVP and General Counsel

Signatures

Mary E. Bowler by Power of
Attorney

12/30/2010

__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) The acquisition and sale reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 15, 2010.
- (2) Includes direct ownership, unvested RSUs and vested deferred stock units.
- (3) Reporting person disclaims beneficial ownership of these securities.
- (4) The disposition reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 15, 2010.
- (5) Options became exercisable in three equal annual installments beginning on the first anniversary of the grant.

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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