SAGER THOMAS L

Form 4

December 22, 2010

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(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	3. Date of Earliest Transaction (Month/Day/Year) 12/21/2010	Director 10% Owner _X_ Officer (give title Other (specify below) SVP and General Counsel		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
WILMINGTON, DE 19898		Form filed by More than One Reporting Person		

(City)	(State)	${\bf Table~I-Non-Derivative~Securities~Acquired, Disposed~of, or~Beneficially~Owned}$									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	(A) or			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)		
Common Stock	12/21/2010		Code V $M_{\underline{(1)}}$	Amount 19,800	(D)	Price \$ 37.75	40,754.6296 (2)	D			
Common Stock	12/21/2010		S <u>(1)</u>	19,800	D	\$ 50	20,954.6296 (2)	D			
Common Stock	12/21/2010		M(1)	200	A	\$ 44.5	21,154.6296 (2)	D			
Common Stock	12/21/2010		S <u>(1)</u>	200	D	\$ 50	20,954.6296 (2)	D			
Common Stock	12/21/2010		M(1)	20,000	A	\$ 42.5	40,954.6296 (2)	D			

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Common Stock	12/21/2010	S <u>(1)</u>	20,000	D	\$ 50	20,954.6296 (2)	D	
Common Stock						796.076	I	DuPont Retirement Savings Restoration Plan
Common Stock						338.1593	I	DuPont Retirement Savings Plan
Common Stock						72 <u>(3)</u>	I	Custodial accounts for children
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.								

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

number.

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(9-02)

1. Title Deriva Securit (Instr.	itive ty	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	Secur Secur Acqu or Di (D)	urities uired (A) isposed of er. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
					Code V	' (A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Emplostock Option (right buy)	ons	\$ 37.75	12/21/2010		M <u>(4)</u>		19,800	02/05/2004(5)	02/04/2013	Common Stock	19,8
Emplostock Option (right buy)	ons	\$ 44.5	12/21/2010		M <u>(4)</u>		200	01/08/2003	01/07/2012	Common Stock	20
Emplostock Optio		\$ 42.5	12/21/2010		M(4)		20,000	02/06/2003	02/05/2012	Common Stock	20,0

(right to buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SAGER THOMAS L D-7038

1007 MARKET STREET

SVP and General Counsel

Signatures

Mary E. Bowler by Power of Attorney

WILMINGTON, DE 19898

12/22/2010

**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. 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.

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