

FANANDAKIS NICHOLAS C

Form 4

September 05, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
FANANDAKIS NICHOLAS C

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/31/2017

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Executive Vice President & CFO

(Street)
WILMINGTON, DE 19805

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
____ 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)
Common Stock	08/31/2017		D	157,590.8855 (1)	(A) or (D) Price D 11 0	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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

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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 or Number of Shares
Employee Stock Options (Right to Buy)	\$ 49.9015	08/31/2017		D	49,487 (2)	(2) 02/05/2019		Common Stock	49,487
Employee Stock Options (Right to Buy)	\$ 45.7189	08/31/2017		D	57,312 (3)	(3) 02/05/2020		Common Stock	57,312
Employee Stock Options (Right to Buy)	\$ 59.6543	08/31/2017		D	47,407 (4)	(4) 02/04/2021		Common Stock	47,407
Employee Stock Options (Right to Buy)	\$ 71.0648	08/31/2017		D	60,380 (5)	(5) 02/03/2022		Common Stock	60,380
Employee Stock Options (Right to Buy)	\$ 58.76	08/31/2017		D	84,296 (6)	(6) 02/02/2026		Common Stock	84,296
Employee Stock Options (Right to Buy)	\$ 76.17	08/31/2017		D	72,073 (7)	(7) 02/01/2027		Common Stock	72,073

Reporting Owners

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

FANANDAKIS NICHOLAS C
CHESTNUT RUN PLAZA 730
974 CENTRE ROAD
WILMINGTON, DE 19805

Executive
Vice President
& CFO

Signatures

Erik T. Hoover by Power of
Attorney

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).

- Disposed of pursuant to merger agreement between issuer and Dow Chemical Company in exchange for 202,028.8433 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.
- (1) 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) This option, which provided for vesting in three equal annual installments beginning February 6, 2013, was assumed by DowDuPont in the merger and exchanged for 63,422 options at a grant price of \$38.93.
 - (3) This option, which provided for vesting in three equal annual installments beginning February 6, 2014, was assumed by DowDuPont in the merger and exchanged for 73,473 options at a grant price of \$35.67.
 - (4) This option, which provided for vesting in three equal annual installments beginning February 5, 2015, was assumed by DowDuPont in the merger and exchanged for 60,775 options at a grant price of \$46.54.
 - (5) This option, which provided for vesting in three equal annual installments beginning February 4, 2016, was assumed by DowDuPont in the merger and exchanged for 77,407 options at a grant price of \$55.44.
 - (6) This option, which provided for vesting in three equal annual installments beginning February 3, 2017, was assumed by DowDuPont in the merger and exchanged for 108,875 options at a grant price of \$45.84.
 - (7) 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 92,397 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.

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