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DUPONT E I DE NEMOURS & CO

Form 4

March 08, 2002

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
 Lindahl, Goran
 20 Carlton House Terrace
 London SW1Y 5AN,
 United Kingdom
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
 02/28/2002
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
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 |
|----------------------|---------------------|---------|--|--|
|----------------------|---------------------|---------|--|--|

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 |
|---------------------------------|--|---------------------|---------|---|---|--|----------------|
|---------------------------------|--|---------------------|---------|---|---|--|----------------|

Stock Options (right to buy) NQOs | 42.50 | 02/06/02 | A | V | 5,700 | A | * | 02/05/12 | Common Stock | 5,700 | -

Explanation of Responses:

*Options exercisable in three substantially equal annual installments beginning 02/06/03, provided the 120% stock price hurdle is met; option shares may be used to satisfy withholding taxes.

SIGNATURE OF REPORTING PERSON

/s/ Goran Lindahl by Mary E. Bowler

DATE

03/08/02