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DUPONT E I DE NEMOURS & CO

Form 4

January 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

Goodmanson, Richard R.

D-9000

1007 Market Street

Wilmington, DE 19898

- 2. Issuer Name and Ticker or Trading Symbol E. I. du Pont de Nemours and Company
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year 12/31/2001
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)

Executive Vice President and Chief Operating Officer

- 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-I	Derivat	ive	Securitie	s Acqu	ired,	Disposed	oi,	or	Beneficially	Owned	

1. Title of Security	2. 3. 4.S	5.Amount of	5.Amount of		
	Transaction o	r Disposed of (D)	Securities		
	1 1		Beneficially		
	1 1 1	A/	Owned at		
	Date Code V	Amount D	Price End of Month		

Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

1.Title of Derivative	2.Con-	13.	4.	5.Numbe	r of D)e	6.Date Exer 7	.Title and Amount	8.E
Security	version	Trans	action	rivati	ve Sec	u	cisable and	of Underlying	of
	or Exer			rities	Acqui	-	Expiration	Securities	vat
	cise			red(A)	or Di	s	Date(Month/		Sec
	Price of			posed	of(D)		Day/Year)		rit
	Deriva-						Date Expir		
	tive			1	1	A/	Exer- ation	Title and Number	
	Secu-					D	cisa- Date	of Shares	
	rity	Date	Code V	Amoun	t		ble		

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Explanation of Responses:

- (1) Dividend equivalents credited as restricted stock units under the DuPont Stock Performance Plan.
- (2) Dividend equivalents credited as stock units under the DuPont Variable Compensation Plan.

SIGNATURE OF REPORTING PERSON

/s/ Richard R. Goodmanson by Mary E. Bowler $\,$

DATE

01/08/02