

DUPONT E I DE NEMOURS & CO

Form 10-K/A

April 23, 2008

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2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Form 10-K/A
(Amendment No. 1)**

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 13 or 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2007

TRANSITION REPORT PURSUANT TO SECTION 13 or 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission file number 1-815

**E. I. DU PONT DE NEMOURS
AND COMPANY
(Exact name of registrant as specified in its charter)**

**Delaware
(State or Other Jurisdiction of Incorporation or
Organization)**

**51-0014090
(I.R.S. Employer Identification No.)**

**1007 Market Street
Wilmington, Delaware 19898
(Address of principal executive offices)**

**Registrant's telephone number, including area code: 302-774-1000
Securities registered pursuant to Section 12(b) of the Act
(Each class is registered on the New York Stock Exchange, Inc.):**

Title of Each Class

Common Stock (\$.30 par value)
Preferred Stock
(without par value-cumulative)
\$4.50 Series
\$3.50 Series

No securities are registered pursuant to Section 12(g) of the Act.

Indicate by check mark whether the registrant is a well-known seasoned issuer (as defined in Rule 405 of the Securities Act). Yes No

Indicate by check mark whether the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definition of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one).

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes No

The aggregate market value of voting stock held by nonaffiliates of the registrant (excludes outstanding shares beneficially owned by directors and officers and treasury shares) as of June 30, 2007, was approximately \$46.6 billion.

As of January 31, 2008, 899,346,000 shares (excludes 87,041,000 shares of treasury stock) of the company's common stock, \$.30 par value, were outstanding.

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EXPLANATORY NOTE

E. I. du Pont de Nemours and Company (the company or DuPont) is filing this Amendment No. 1 to Form 10-K (the Amended Report) to amend its annual report for fiscal year ended December 31, 2007 (the Original Report) to correct the S&P 500 and Peer Group information shown in its Stock Performance Graph in Item 5 in the company s Original Report, as filed with the U.S. Securities and Exchange Commission (the SEC) on February 19, 2008. This adjustment is due to inadvertent error in certain calculations. The Amended Report does not otherwise affect DuPont s Original Report. The Amended Report continues to speak as of the date of the Original Report and should be read in conjunction with the Original Report.

As required by Rule 12b-15, DuPont s principal executive officer and principal financial officer are providing Rule 13a-14(a) certifications in connection with this Form 10-K/A. Since financial statements are not contained in the Amended Report, the company is not furnishing Rule 13a-14(b) certifications in connection with this Form 10-K/A.

Table of Contents**Part II****ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES****Market for Registrant's Common Equity and Related Stockholder Matters**

The company's common stock is listed on the New York Stock Exchange, Inc. (symbol DD) and certain non-U.S. exchanges. The number of record holders of common stock was 91,717 at December 31, 2007, and 91,405 at January 31, 2008.

Holders of the company's common stock are entitled to receive dividends when they are declared by the Board of Directors. While it is not a guarantee of future conduct, the company has continuously paid a quarterly dividend since the fourth quarter 1904. Dividends on common stock and preferred stock are usually declared in January, April, July and October. When dividends on common stock are declared, they are usually paid mid March, June, September and December. Preferred dividends are paid on or about the 25th of January, April, July and October. The Stock Transfer Agent and Registrar is Computershare Trust Company, N.A.

The company's quarterly high and low trading stock prices and dividends per common share for 2007 and 2006 are shown below.

	Market Prices		Per Share Dividend Declared
	High	Low	
2007			
Fourth Quarter	\$ 50.42	\$ 42.25	\$ 0.41
Third Quarter	53.90	45.75	0.37
Second Quarter	53.25	48.44	0.37
First Quarter	53.67	47.58	0.37
 2006			
Fourth Quarter	\$ 49.68	\$ 42.48	\$ 0.37
Third Quarter	43.49	38.82	0.37
Second Quarter	45.75	39.53	0.37
First Quarter	43.50	38.52	0.37

Issuer Purchases of Equity Securities

There were no purchases of the company's common stock during the three months ended December 31, 2007.

Table of Contents**Item 5. Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities, *continued*****Stock Performance Graph**

The following graph presents the cumulative five-year total return for the company's common stock compared with the S&P 500 Stock Index and a self-constructed peer group of companies. The peer group companies for the year ended December 31, 2007 are Alcoa Inc.; BASF Corporation; The Dow Chemical Company; Eastman Kodak Company; Ford Motor Company; General Electric Company; Hewlett-Packard Company; Minnesota Mining and Manufacturing Company; Monsanto Company; Motorola, Inc.; PPG Industries, Inc.; Rohm and Haas Company; and United Technologies Corporation.

Stock Performance Graph

	12/31/2002	12/31/2003	12/31/2004	12/31/2005	12/31/2006	12/31/2007
DuPont	\$ 100	\$ 112	\$ 124	\$ 111	\$ 131	\$ 122
S&P 500	\$ 100	\$ 129	\$ 143	\$ 150	\$ 173	\$ 183
Peer Group	\$ 100	\$ 139	\$ 159	\$ 164	\$ 184	\$ 209

The graph assumes that the value of DuPont Common Stock, the S&P 500 Stock Index and the peer group of companies was each \$100 on December 31, 2002 and that all dividends were reinvested. The peer group is weighted by market capitalization.

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Part IV

ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

- 31.1 Rule 13a-14(a)/15d-14(a) Certification of the company's Principal Executive Officer.
- 31.2 Rule 13a-14(a)/15d-14(a) Certification of the company's Principal Financial Officer.

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Signatures

Pursuant to the requirements of Section 13 of the Securities Exchange Act of 1934, the registrant has duly caused this Amended Report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date April 23, 2008

E. I. DU PONT DE NEMOURS AND COMPANY

Date: April 23, 2008

By: /s/ Jeffrey L. Keefer
Jeffrey L. Keefer
Executive Vice President and Chief Financial Officer
(Principal Financial and Accounting Officer)

Date: April 23, 2008

By: /s/ Stacey J. Mobley
Stacey J. Mobley
Senior Vice President and
Chief Administrative Officer and
General Counsel DuPont Legal

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