





**E.I. du Pont de Nemours and Company**

**DD NYSE**

**Chemicals - Diversified**

Market Capitalization USD: **\$37,272.10 mm**

**CONCERN LEVEL: AVERAGE**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

**CEO: Ellen J. Kullman**

**Age: 56 CEO Since: 2009**

	2009	2010	2011
<b>Base Salary</b>	\$1,130,768	\$1,300,000	\$1,332,500
<b>Discretionary Bonus</b>	\$0	\$0	\$0
<b>Annual Cash Incentive</b>	\$1,500,000	\$2,846,000	\$2,509,000
<b>Benefits and Perquisites</b>	\$341,653	\$307,514	\$464,181
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$2,972,421</b>	<b>\$4,453,514</b>	<b>\$4,305,681</b>
<b>Increase in Post-Retirement Benefits</b>	\$1,685,230	\$3,475,658	\$3,629,023
<b>Stock Option Awards</b>	\$1,733,336	\$2,166,667	\$2,500,011
<b>Stock Awards</b>	\$3,637,548	\$4,701,135	\$5,491,916
<b>TOTAL COMPENSATION</b>	<b>\$10,028,535</b>	<b>\$14,796,974</b>	<b>\$15,926,631</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$3,695,970	\$4,050,156	\$4,718,007
<b>Value Realized on Exercise of Stock Option</b>	\$0	\$277,201	\$1,115,592
<b>Value Realized on Vesting of Stock</b>	\$2,402,661	\$1,361,599	\$4,312,454
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$2,402,661</b>	<b>\$1,638,800</b>	<b>\$5,428,046</b>

**Proxy Date:** 16 Mar 2012    **Annual Meeting Date:** 25 Apr 2012    **Equity Reserves:** 12.63%    **Stock Option Run Rate:** 0.40%

# E.I. du Pont de Nemours and Company

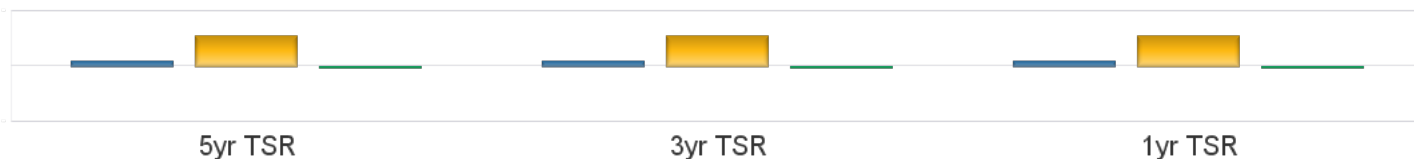
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## Performance Comparison

■ vs S&P500   ■ vs Industry   ■ DD



## Peer Comparisons (TRBC) = Basic Materials

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
DD	E.I. du Pont de Nemours and Company	\$10,028,535	\$14,796,974	\$15,926,631	\$37,272,104,940
NEM	Newmont Mining Corporation	\$7,067,920	\$12,506,131	\$10,084,181	\$30,692,825,791
MON	Monsanto Company	\$9,133,836	\$13,172,341	\$11,568,670	\$32,105,493,782
FCX	Freeport-McMoRan Copper & Gold Inc.	\$27,622,333	\$39,535,534		\$28,862,958,789
DOW	Dow Chemical Company (The)	\$18,279,792	\$21,337,757		\$26,351,109,674
PX	Praxair, Inc.	\$10,184,304	\$15,326,642	\$18,647,027	\$28,380,616,992
KMB	Kimberly-Clark Corporation	\$11,387,428	\$10,582,010	\$11,881,716	\$27,821,913,632

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

### Pay Peer Group

3M Company, Eastman Kodak Company, Kimberly-Clark Corporation, Abbott Laboratories, Emerson Electric Co., Merck & Co., Inc., Air Products & Chemicals, Inc., Honeywell International Inc., Monsanto Company, Baxter International Inc., Ingersoll-Rand plc, The Procter & Gamble Company, The Boeing Company, Johnson & Johnson, United Technologies Corporation, Caterpillar Inc., Johnson Controls, Inc.

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## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Lois D. Juliber	Chairman	63	Female	17	Outside Related
Alexander M. Cutler	Member	60	Male	4	Outside
Curtis J. Crawford	Member	64	Male	14	Outside Related
Marillvn A. Hewson	Member	58	Female	5	Outside
Richard H. Brown	Member	64	Male	11	Outside Related

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