

Edgar Filing: NORDSON CORP - Form 4

NORDSON CORP

Form 4

April 10, 2001

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

NORD, EVAN W.

28601 CLEMENS ROAD

WESTLAKE, OH 44145

U.S.A.

2. Issuer Name and Ticker or Trading Symbol

NORDSON CORPORATION - NDSN

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

MARCH 31, 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director (X) 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	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month
COMMON STOCK	3/7/01	S	100	D	\$28.75	
COMMON STOCK	3/7/01	S	100	D	\$28.6875	
COMMON STOCK	3/7/01	S	1,300	D	\$28.5625	
COMMON STOCK	3/7/01	S	9,200	D	\$28.50	
COMMON STOCK	3/7/01	S	500	D	\$29.0625	
COMMON STOCK	3/7/01	S	100	D	\$29.0312	
COMMON STOCK	3/7/01	S	100	D	\$29.00	132,461
						356,726
						1,524,240

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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. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call
Stock Units		3/31/01	J	114	A	COMMON STOCK	*
Director Stock Option (Right to Buy)	\$28.50	3/8/01	A	1	A ** 3/8/2011	COMMON STOCK	3,958

Explanation of Responses:

* STOCK UNITS ACCRUED THROUGH NORDSON'S DIRECTOR'S DEFERRED COMPENSATION PLAN AS OF 3/31/01 AND HAVE ACCRUED ON A

PERIODIC BASIS. RECEIPT OF STOCK IS NOT PERMISSIBLE UNTIL THE DIRECTOR CEASES TO BE A DIRECTOR OR ATTAINS AGE 70, WHICHEVER OCCURS FIRST.

** GRANT TO REPORTING PERSON OF OPTION TO PURCHASE 3,958 SHARES OF COMMON STOCK UNDER NORDSON'S LONG-TERM

PERFORMANCE PLAN, EXERCISABLE AT 100% BEGINNING 9/8/01.

SIGNATURE OF REPORTING PERSON
 ROBERT E. VEILLETTE, ATTORNEY-IN-FACT
 DATE
 APRIL 10, 2001