

Edgar Filing: NORDSON CORP - Form 4

NORDSON CORP
 Form 4
 March 05, 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
 FIELDS, BRUCE H.
 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
 2/28/2002
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)
 VICE PRESIDENT, HUMAN RESOURCES
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)		Price	5. Amount of Securities Beneficially Owned at End of Month
			Amount	A/D		
COMMON STOCK	2/27/2002	M	12,000	A	\$24.82	
COMMON STOCK	2/27/2002	M	12,000	A	\$22.41	
COMMON STOCK	2/27/2002	M	10,000	A	\$22.16	
COMMON STOCK	2/27/2002	S	34,000	D	\$26.95	2,230 (2)
COMMON STOCK						16 (1)
(1) Shares owned by children held by Cust. Bruce H. Fields. Reporting person disclaims beneficial ownership of these						

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securities. Includes							
16 shares held thru							
co. DRP Plan as of 2/28/2002.							
(2) Includes 1,933 shares thru Co. ESOP Plan as of 12/31/2000.							
Includes 287 shares thru Co. Supp. ESOP Plan as of 2/28/2002.							
Includes 10 shares thru Co. DRP Plan as of 2/28/02.							

Table II -- Derivative Securites 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)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Put or Call
Employee Stock Option (right to buy)	\$24.82	2/27/2002	M	12,000	D 11/3/1998 - 11/3/2007	COMMON STOCK	12,000
Employee Stock Option (right to buy)	\$22.41	2/27/2002	M	12,000	D 11/2/1999 - 11/2/2008	COMMON STOCK	12,000
Employee Stock Option (right to buy)	\$22.16	2/27/2002	M	10,000	D 11/1/2000 - 11/1/2009	COMMON STOCK	10,000

Explanation of Responses:
SIGNATURE OF REPORTING PERSON
ROBERT E. VEILLETTE, ATTORNEY-IN-FACT
DATE
3/4/2002