

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)			5. Amount of Securities Beneficially Owned at End of Month
			Amount	A/D	Price	
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 t hru Co. DRP Plan as of 2/28/02.								

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

1. Title of Derivative Security	2. Con- version or Exer- cise Price of Deriva- tive Secu- rity	3. Transaction Date	4. Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date Date Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. P of vat Sec rit
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