

BLOOMFIELD DOUGLAS C
 Form 4
 December 21, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BLOOMFIELD DOUGLAS C

2. Issuer Name and Ticker or Trading Symbol
NORDSON CORP [NDSN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/20/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President

28601 CLEMENS ROAD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

WESTLAKE, OH 44145

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
COMMON SHARES	12/20/2005		M		37 A \$ 22.16	1,912 ⁽¹⁾	D
COMMON SHARES	12/20/2005		M		1,440 A \$ 23.07	3,352 ⁽¹⁾	D
COMMON SHARES	12/20/2005		S		1,477 D \$ 42	1,875 ⁽¹⁾	D
COMMON SHARES	12/21/2005		M		233 A \$ 22.16	2,108 ⁽¹⁾	D
COMMON SHARES	12/21/2005		M		1,160 A \$ 28.5	3,268 ⁽¹⁾	D

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COMMON SHARES	12/21/2005	M	1,440	A	\$ 26.27	4,708 ⁽¹⁾	D
COMMON SHARES	12/21/2005	M	1,600	A	\$ 27.71	6,308	D
COMMON SHARES	12/21/2005	S	4,433	D	\$ 41.5	1,875 ⁽¹⁾	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 22.16	12/20/2005		M	37	11/01/2000 11/01/2009	COMMON SHARES	37	
Employee Stock Option (right to buy)	\$ 23.07	12/20/2005		M	1,440	11/05/2002 11/05/2011	COMMON SHARES	1,440	
Employee Stock Option (right to buy)	\$ 22.16	12/21/2005		M	233	11/01/2000 11/01/2009	COMMON SHARES	233	
Employee Stock Option (right to buy)	\$ 28.5	12/21/2005		M	1,160	11/06/2001 11/06/2010	COMMON SHARES	1,160	

buy)

Employee

Stock

Option (right to buy)

\$ 26.27

12/21/2005

M

1,440

11/04/2003

11/04/2012

COMMON SHARES

1,440

Employee

Stock

Option (right to buy)

\$ 27.71

12/21/2005

M

1,600

11/03/2004

11/03/2013

COMMON SHARES

1,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLOOMFIELD DOUGLAS C 28601 CLEMENS ROAD WESTLAKE, OH 44145			Vice President	

Signatures

Robert E. Veillette,
Attorney-In-Fact

12/21/2005

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Includes 1,828 shares owned through Company 401(k) Plan; and 47 shares owned through Company Dividend Reinvestment Plan.

(2) The price of the Derivative Security has been reported in column 2.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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