

Edgar Filing: NORDSON CORP - Form 4

NORDSON CORP
 Form 4
 April 08, 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
 MADAR, WILLIAM P.
 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
 3/31/2002
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
 CHAIRMAN OF THE BOARD
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. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
COMMON STOCK				303,264 (1)
(1) Includes 2,972 shares thru the Co. ESOP Plan as of 2/28/2001.				

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) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call
						Title and Number of Shares	

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Stock Units		3/31/2002	J	123	A			COMMON STOCK	123	*
Director Stock Option (right to buy)	\$29.61	3/7/2002	A	1	A	*	3/7/2012	COMMON STOCK	3,808	

Explanation of Responses:

* STOCK UNITS ACCRUED THROUGH NORDSON'S DIRECTOR'S DEFERRED COMPENSATION PLAN AS OF 3/31/2002 AND HAVE ACCRUED ON A PERIODIC BASIS.

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

** GRANT TO REPORTING PERSON OF OPTION TO PURCHASE 3,808 SHARES OF COMMON STOCK UNDER NORDSON'S LONG-TERM PERFORMANCE PLAN, EXERCISABLE

AT 100% BEGINNING

9/7/2002.

SIGNATURE OF REPORTING PERSON

ROBERT E. VEILLETTE, ATTORNEY-IN-FACT

DATE

4/8/2002