

Edgar Filing: MESSERLY JAMES W - Form 4

MESSERLY JAMES W

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
 MESSERLY, JAMES W.
 28601 CLEMENS ROAD
 WESTLAKE, OH 44145
 USA
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
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)		A/D	Price	5. Amount of Securities Beneficially Owned at End of Month
			Amount	Price			
COMMON STOCK	2/26/2002	M	1,340		A	\$23.50	
COMMON STOCK	2/26/2002	M	976		A	\$24.82	
COMMON STOCK	2/26/2002	M	732		A	\$22.41	
COMMON STOCK	2/26/2002	M	520		A	\$22.16	
COMMON STOCK	2/26/2002	S	2,268		S	\$27.03	
COMMON STOCK	2/26/2002	S	200		S	\$27.11	
COMMON STOCK	2/26/2002	S	200		S	\$27.13	

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COMMON STOCK	2/26/2002	S	200	S	\$27.24		
COMMON STOCK	2/26/2002	S	700	S	\$27.27	826 (1)	
(1) Includes 751 shares thru the Co. ESOP Plan as of 6/30/2001.							
Includes 75 shares thru Co. DRP Plan as of 2/28/2002.							

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
Employee Stock Option (right to buy)	\$23.50	2/26/2002	M	1,340	D 11/2/1993 - 11/2/2002	COMMON STOCK 1,340	
Employee Stock Option (right to buy)	\$24.82	2/26/2002	M	976	D 11/3/1998 - 11/3/2007	COMMON STOCK 976	
Employee Stock Option (right to buy)	\$22.41	2/26/2002	M	732	D 11/2/1999 - 11/1/2008	COMMON STOCK 732	
Employee Stock Option (right to buy)	\$22.16	2/26/2002	M	520	D 11/1/2000 - 11/1/2009	COMMON STOCK 520	

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