NORDSON CORP Form 4/A December 23, 2002

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

\_\_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

**OMB APPROVAL** 

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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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Addre			ne <b>and</b> Tick		N Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) ( 28601 CLEMENS	of Reporting Person,					10 h/Day/Year	Director				
WESTLAKE, OH						Amendment, 7. of Original (C th/Day/Year) X //02	AECUTIVE OFFICERS  Individual or Joint/Group Filing Check Applicable Line) Form filed by One Reporting erson Form filed by More than One eporting Person				
(City)	(State) (Zi	(p)	Ta	ble	I Non-De	erivati	ities Acquired, Dispose	osed of, or Beneficially Owned			
1. Title of Security 2. Trans- (Instr. 3) 2A. Deemed Execution Date Date, (Month/ Day/ if any			1 3. Trans- action (A) or Disposed of (Instr. 3, 4 & 5)					5. Amount of Securities Beneficially Owned Follow-	6. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership	
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)	(I) (Instr. 4)	(Instr. 4)	
COMMON SHARES	12/13/02	12/16/02	I		725	A	\$23.67	28,70	I I	BY 401(K) PLAN	
COMMON SHARES	12/13/02		P		150	A	\$23.68				
COMMON SHARES	12/16/02		P		750	A	\$23.61	9,583(1)(2	<b>D</b>		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

## FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect

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

## Edgar Filing: NORDSON CORP - Form 4/A

Security			Execution				Date						1	Beneficial
			,	Code			(Mealonth/Day/		Secui		` /			Ownership
(Instr. 3)	Derivative		if any		Sec	uriti	<b>e¥</b> ear)		(Instr	: 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Aco	quire	d					Following	ative	
		Day/	Day/	8)	(A)	or						Reported	Security:	
		Year)	Year)		Dis	pose	d					Transaction(s)	Direct	
					of (	D)						(Instr. 4)	(D)	
													or	
					(Ins	str.							Indirect	
					3, 4	&							(I)	
				5)								(Instr. 4)		
				Code	V (A)	(D)	Date	Expira-	Title	Amount				
							Exer-cisable	tion		or				
								Date		Number				
										of				
										Shares				

Explanation of Responses:

By: /s/ Robert E. Veillette, Attorney-In-Fact Date

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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<sup>(1)</sup> Includes 2,506 shares thru Co. Excess Retirement Plan.

<sup>(2)</sup> Filing to correct "amount of shares beneficially owned following reported transaction(s)" -- typographical error.

<sup>\*\*</sup>Signature of Reporting Person

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