NORDSON CORP Form 4 September 11, 2002

FORM 4

 $\underline{\mathbf{X}}$ Check this box if no

16. Form 4 or Form 5

See Instruction 1(b).

longer subject to Section

obligations may continue.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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(f) of the Investment Company Act of 1940

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

(Print or Type Responses)

1. Name and Address NORD, EVAN W.		r Name and 7 SON CORPO		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) RETIRED DIRECTOR					
(Last) (Fi		. Identificatio			7. Individual or Joint/Group Filing				
28601 CLEMENS RO		orting Person, tity (voluntar		Month 09/06/		X Form filed Person			
(S WESTLAKE, OH 44				Date o	amendment, of Original h/Day/Year)	_ Form filed by More than One Reporting Person			
(City) (S	State) (Zip)		T	able I Nor	-Deriva	tive Securi	ties Acquired, Dis	posed of, or Be	eneficially Owned
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/	3. Transaction Co (Instr. 8)	ode	(Instr. 3, 4 & 5)			Securities	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
	Year)	0040		rimount	or (D)	11100	End of Month (Instr. 3 & 4)	(Instr. 4)	
COMMON SHARES	09/06/02	P		2,200	A	\$23.33	358,291	D	
COMMON SHARES							108,961	I	BY SPOUSE
COMMON SHARES							1,524,000	I	BY TRUST
COMMON SHARES							1,000,000	I	BY TRUST

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

(Over) SEC 1474

(3-99)

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

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

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

(c.g., pats, cans, warrants, options,														
1. Title of	2. Conver-	3. Trans-		5.					tle and		9. Number		11. Nature of	
Derivative	sion or		Trans-			r and Expiratio		unt of				Indirect		
Security	Excercise	Date	action						erlying	Security			Beneficial	
	Price of		Code		Derivativ@Month/Day/				rities	(Instr. 5)	Securities		Ownership	
(Instr. 3)	Derivative	(Month/			Securitie Year)				. 3 & 4)			ative	(Instr. 4)	
	Security	Day/	(Instr.	Αc	Acquired						Owned at	Security:		
		Year)	8)	(A	(A) or						End of	Direct		
				Di	Disposed						Month	(D)		
				of	of (D)						(Instr. 4)	or		
												Indirect		
				(Ir	istr. 3	5,						(I)		
				4 6	& 5)							(Instr. 4)		
			Code	_) Date	Expira-	Title	Amount	1				
				, (1	., (2	Exer-cisable	tion		or					
							Date		Number					
									of					
									Shares					
Stock Units										(1)	15,492	D		
				+	+									
					_									
			-	+	-									
	2.5						1	<u> </u>	I	l	L	1		

Explanation of Responses:

(1) STOCK UNITS ACCRUED THROUGH NORDSON'S DEFERRED COMPENSATION PLAN AS OF 8/31/02 AND HAVE ACCRUED ON A PERIODIC BASIS. RECEIPT OF STOCK IS NOT PERMISSIBLE UNTIL DIRECTOR CEASES TO BE A DIRECTOR.

Robert E. Veillette, Attorney-In-Fact 99/11/02

**Signature of Reporting Person Date

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

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