

Edgar Filing: NORDSON CORP - Form 4

NORDSON CORP
 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
 FIELDS, BRUCE H.
 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
 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, HUMAN RESOURCES
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) | | | 5. Amount of Securities Beneficially Owned at End of Month |
|--|---------------------|---------|---|-----|---------|--|
| | | | Amount | A/D | Price | |
| COMMON STOCK | 2/27/2002 | M | 12,000 | A | \$24.82 | |
| COMMON STOCK | 2/27/2002 | M | 12,000 | A | \$22.41 | |
| COMMON STOCK | 2/27/2002 | M | 10,000 | A | \$22.16 | |
| COMMON STOCK | 2/27/2002 | S | 34,000 | D | \$26.95 | 2,230 (2) |
| COMMON STOCK | | | | | | 16 (1) |
| (1) Shares owned by children held by Cust. Bruce H. Fields. Reporting person disclaims beneficial ownership of these | | | | | | |

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| | | | | | | | | |
|---|--|--|--|--|--|--|--|--|
| securities. Includes | | | | | | | | |
| 16 shares held thru Co. DRP Plan as of 2/28/2002. | | | | | | | | |
| (2) Includes 1,933 shares thru Co. ESOP Plan as of 12/31/2000. | | | | | | | | |
| Includes 287 shares thru Co. Supp. ESOP Plan as of 2/28/2002. | | | | | | | | |
| Includes 10 shares thru Co. DRP Plan as of 2/28/02. | | | | | | | | |

Table II -- Derivative Securites Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Con- version or Exer- cise Price of Deriva- tive Secu- rity | 3. Transaction Date | 4. Code V | 5. Number of Derivative Securites Acquired(A) or Disposed of(D) Amount | 6. Date Exercisable and Expiration Date Date Expiration Date | 7. Title and Amount of Underlying Securities Title and Number of Shares | 8. P of vat Sec rit |
|--------------------------------------|--|------------------------|--------------|---|--|--|---------------------------------|
| Employee Stock Option (right to buy) | \$24.82 | 2/27/2002 | M | 12,000 | D 11/3/1998 11/3/2007 | COMMON STOCK 12,000 | |
| Employee Stock Option (right to buy) | \$22.41 | 2/27/2002 | M | 12,000 | D 11/2/1999 11/2/2008 | COMMON STOCK 12,000 | |
| Employee Stock Option (right to buy) | \$22.16 | 2/27/2002 | M | 10,000 | D 11/1/2000 11/1/2009 | COMMON STOCK 10,000 | |

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