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NORDSON CORP

Form 4

January 09, 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

MC LANE, DONALD J. 28601 CLEMENS ROAD WESTLAKE, OH 44145 U.S.A.

 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 12/31/2001
- 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	Transactio	on or Disposed of	(D)	/	5.Amount of Securities Beneficially Owned at End of Month			
COMMON SHARES	12/26/ S 2001		D	\$26.00 	 			
	12/26/ S 2001	3 , 500 	D	\$26.01				
	12/26/ S 2001	100 	D 	\$26.02 	 			
	12/26/ S 2001	1,500 	D 	\$26.03 				
COMMON SHARES	12/26/ S 2001		D 	\$26.04 	 			
	12/26/ S 2001	100 	D 	\$26.07 				
COMMON SHARES	12/26/ S 2001		D 	\$26.08 	 			

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	12/26/ S 2001			 \$26.09 	
	12/26/ S 2001		D	\$26.10 	
	12/26/ S 2001		D 	\$26.11 	
	12/26/ S 2001			\$26.12 	
COMMON SHARES	12/26/ S 2001			\$26.13 	
	12/26/ S 2001			\$26.16 	
	12/26/ S 2001		D	\$26.21 	
COMMON SHARES	12/26/ S 2001			\$26.24 	
COMMON SHARES	12/26/ S 2001		D	\$26.25 	
COMMON SHARES	12/26/ S 2001			\$26.26 	
COMMON SHARES	12/26/ S 2001			\$26.28 	
COMMON SHARES	12/26/ S 2001		D 	\$26.30 	
	12/26/ S 2001		D 	\$26.32 	
COMMON SHARES	12/26/ S 2001		D	\$26.35 	
	12/26/ S 2001		D	\$26.36 	
	12/26/ S 2001			\$26.40 	48,684 (1)
				Ι	11,000
(1) Includes 3,833 shares thru the Co. ESOP Plan as of 7/31/2001.		 	 	 	
Includes 1,210 shares thru the Co. Supp. ESOP Flan as of 9/30/2001.			 	 	
Includes 7,390 shares thru the co. 401(k) Plan as of 10/31/2001.	1	 	 	 	

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Table II Derivativ	ve Securit	ites	Acquire	d, I	Disposed	of, c	r Bene	eficiall;	y Owned	
1.Title of Derivative	2.Con-	13.	4.	15	.Number	of De	6.Dat	ce Exer	7. Title and Amoun	nt 8.1
Security	version	Tran	saction	. :	rivative	Secu	cisak	sle and	of Underlying	of
	or Exer			:	rities A	cqui	Expir	ration	Securities	va
	cise			-	red(A) or	r Dis	Date/	(Month/		Se
	Price of	21		1.7	posed of	(D)	Day/Y	Year)		ri
	Deriva-						Date	Expir		
	tive					A/	Exer-	- ation	Title and Numb	er
	Secu-		1 1			D	cisa-	- Date	of Shares	- 1
	rity	Date	Code	VI	Amount		ble	1 1		
	I		1 1	I		I			1	

Explanation of Responses: SIGNATURE OF REPORTING PERSON N. D. PELLECCHIA, ATTORNEY-IN-FACT DATE 1/8/2002