

PEET SHELLY  
Form 4  
July 08, 2011

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**PEET SHELLY**

(Last) (First) (Middle)  
28601 CLEMENS ROAD  
(Street)

WESTLAKE, OH 44145

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**NORDSON CORP [NDSN]**

3. Date of Earliest Transaction (Month/Day/Year)  
07/07/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Shares					3,176 <sup>(1)</sup> <sup>(2)</sup>	I	Company ESOP and 401(k) Plan
Common Shares	07/07/2011		F	143 D \$ 58.26	7,182 <sup>(3)</sup> <sup>(4)</sup>	D	

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

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SEC 1474 (9-02)

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Share Equivalent Units	<u>(5)</u>	07/07/2011		J	7	<u>(5)</u> <u>(5)</u>	Common Shares	7
Employee Stock Option (right to buy)	\$ <u>24.46</u> <u>(7)</u>					12/06/2007      12/06/2016	Common Shares	<u>(7)</u>
Employee Stock Option (right to buy)	\$ <u>27.81</u> <u>(8)</u>					02/20/2008      02/20/2017	Common Shares	<u>(8)</u>
Employee Stock Option (right to buy)	\$ <u>26.46</u> <u>(9)</u>					12/05/2008      12/05/2017	Common Shares	<u>(9)</u>
Employee Stock Option (right to buy)	\$ <u>14.37</u> <u>(10)</u>					12/04/2009      12/04/2018	Common Shares	<u>(10)</u>
Employee Stock Option (right to buy)	\$ <u>27.26</u> <u>(11)</u>					12/03/2010      12/03/2019	Common Shares	<u>(11)</u>
Employee Stock Option	\$ <u>43.32</u> <u>(12)</u>					12/07/2011      12/07/2020	Common Shares	<u>(12)</u>

