

Edgar Filing: NORDSON CORP - Form 5

NORDSON CORP
 Form 5
 November 30, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

(X) Form 3 Holdings Reported

(X) Form 4 Transactions Reported

1. Name and Address of Reporting Person

CAMPBELL, EDWARD P.
 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

10/28/2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)

PRESIDENT & CHIEF EXECUTIVE OFFICER

7. Individual or Joint/Group Reporting (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 Year
			Amount	A/D	Price	
COMMON STOCK						84,632 (1)
(1) Includes 3,526 shares thru the Co. ESOP Plan as of 3/31/2001.						
Includes 2,454 shares thru the Co. Supp. ESOP Plan as of 9/30/2001.						
Includes 24,450 shares thru the Co. 401(k) Plan as of 10/31/2001.						

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

Edgar Filing: NORDSON CORP - Form 5

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Percentage of Total Shares Outstanding
---------------------------------	--	---------------------	---------	--	--	--	---

Employee Stock Option (right to buy)	\$23.07	11/5/2001	A	1	A * 11/5/2011	COMMON STOCK	192,000
--------------------------------------	---------	-----------	---	---	---------------	--------------	---------

Explanation of Responses:

* GRANT TO REPORTING PERSON OF OPTION TO PURCHASE 192,000 SHARES OF COMMON STOCK UNDER NORDSON'S 1993 LONG-TERM

PERFORMANCE PLAN, EXERCISABLE IN ANNUAL INCREMENTS OF 25% PER YEAR ON A CUMULATIVE BASIS BEGINNING 11/5/02, THE FIRST ANNIVERSARY DATE OF THE GRANT.

SIGNATURE OF REPORTING PERSON
 NICHOLAS D. PELLECCIA, ATTORNEY-IN-FACT
 DATE
 11/28/2001