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NORDSON CORP

Form 5

November 26, 2002

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

MADAR, WILLIAM 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

11/03/02

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

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

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

CHAIRMAN OF THE BOARD

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) Amount	5. Amount of Securities Beneficially Owned at End of Year
COMMON SHARES				296,904 (1)
(1) Includes 2,972 shares thru Co. ESOP Plan.				

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

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. Put or Call or Other Feature
						Title and Number of Shares	

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	Priority	Effective Date	Amount	Table	Code	Instrument	Quantity	Units
Stock Units		11/03/02	645	A		COMMON STOCK	645	*

Explanation of Responses:

* STOCK UNITS ACCRUED THROUGH NORDSON'S DIRECTOR'S DEFERRED COMPENSATION PLAN AS OF 11/03/02 AND HAVE ACCRUED ON A PERIODIC BASIS.

RECEIPT OF STOCK IS NOT PERMISSIBLE UNTIL DIRECTOR CEASES TO BE A DIRECTOR OR ATTAINS AGE 70, WHICHEVER OCCURS FIRST.

SIGNATURE OF REPORTING PERSON

Robert E. Veillette, Attorney-In-Fact

DATE

11/25/02