

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

HELLMAN, PETER S.

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)

EXECUTIVE VICE PRESIDENT

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 STOCK				18,060 (1)
(1) Includes 60 shares thru C				
o. 401(k) Plan as of 10/31/01				
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Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	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 Ownership
						Title and Number	

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	Security			Amount		Discisable	Date	of Shares	
Employee Stock Option (right to buy)	\$23.07	11/5/2001	1		A	*	11/5/2011	COMMON STOCK	80,000

Explanation of Responses:

* GRANT TO REPORTING PERSON OF OPTION TO BUY 80,000 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