

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

GROOS, MICHAEL
 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)

N/A

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)

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

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 Price
COMMON STOCK				491 (1)
(1) Includes 27 shares thru Co. DRP Plan as of 10/31/2001				

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) A/	6. Date Exercisable and Expiration Date (Month/Day/Year) Date/Expir-	7. Title and Amount of Underlying Securities Title and Number	8. Percentage of Total Underlying Securities of
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Security	Amount	Date	of Shares
Employee Stock Option (right to buy)	23.07	11/5/2001	40,000

Explanation of Responses:

* GRANT TO REPORTING PERSON OF OPTION TO PURCHASE 40,000 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