NORDSON CORP
Form 4
March 10, 2003

## FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

| 1. Name and Address of Reporting Person* | 2. Issuer Name **and** Ticker or Trading Symbol **NORDSON CORPORATION - NDSN** | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|---|---|---|
| **IGNAT, DAVID W.** | | **X** Director _ <br> 10% Owner <br> _ Officer (give title below) _ <br> Other (specify below) |
| (Last)     (First)     (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Day/Year **03/06/03** | |
| **28601 CLEMENS ROAD** | | | |
| (Street) | | 5. If Amendment, Date of Original (Month/Day/Year) | 7. Individual or Joint/Group Filing (Check Applicable Line) <br> **X** Form filed by One Reporting Person <br> _ Form filed by More than One Reporting Person |
| **WESTLAKE, OH 44145** | | | |
| (City)     (State)     (Zip) | | | |

**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 & 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| **COMMON SHARES** | 03/06/03 | | A | | 500 | A | $0.00 | 1,650,238 | D | |
| **COMMON SHARES** | | | | | | | | 305,452 [(1)] | I | **BY SPOUSE** |

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number**

---

**FORM 4 (continued)     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 | 3. Transaction Date (Month/ | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/ Year) | 7. Title and Amount of Underlying Securities (Instr. 3 & 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned | 10. Ownership Form of Deriv- | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|---|

| | Security | Day/ Year) | (Month/ Day/ Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | | | | | | | Following Reported Transaction(s) (Instr. 4) | ative Security: Direct (D) or Indirect (I) (Instr. 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | Code | V | (A) | (D) | Date Exer-cisable | Expira-tion Date | Title | Amount or Number of Shares | | | |
| **Director Stock Option (right to buy)** | $24.22 | 03/06/03 | | A | | 1 | | | (2) | 03/06/13 | **COMMON SHARES** | 2,552 | | 1 | D |

Explanation of Responses:

(1) Reporting person disclaims beneficial ownership of these securities.
(2) Grant to reporting person of option to purchase 2,552 common shares under Nordson's Long-Term Performance Plan, exercisable at 100% beginning 09/06/03.

By: /s/ **Robert E. Veillette, Attorney-In-Fact**          **03/10/03**
                                                                                            Date

\*\*Signature of Reporting Person

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
      If space is insufficient, See Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.