

NORDSON CORP  
 Form 4  
 February 07, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person  
 DUNN, JR, ROBERT A.  
 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  
 JANUARY 31, 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 Filing (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 Month |
|---|---------------------|---------|---|-----|-----------|--|
|   |                     |         | Amount  | A/D | Price     |  |
| COMMON STOCK  | 1/4/01              | M       | 6,000   | A   | \$21.25   |  |
| COMMON STOCK  | 1/4/01              | F       | 4,870   | D   | \$29.8125 | 20,619 (1)   |
| (1) Includes 2,492 shares thru Co. ESOP Plan as of 1/31/01. |                     |         |   |     |           |  |
| Includes 227 shares thru Co. Supp. ESOP Plan as of 1/31/01. |                     |         |   |     |           |  |
| Includes 2,710 shares thru Co. DRP Plan as of 1/31/01.      |                     |         |   |     |           |  |

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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 Security | 3. Transaction Date | 4. Transaction 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 |
|--------------------------------------|--|---------------------|---------------------|--|--|--|----------------|
| Employee Stock Option (right to Buy) | \$21.25  | 1/4/01              | M                   | 6,000  | A 11/4/92 - 11/4/01                                      | COMMON STOCK                                 | 6,000          |

Explanation of Responses:  
SIGNATURE OF REPORTING PERSON  
N. D. PELLECCCHIA, ATTORNEY-IN-FACT  
DATE  
FEBRUARY 6, 2001