NORDSON CORP Form 4 March 20, 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

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OMB APPROVAL

Filed By Romeo and Dye's Section 16 Filer www.section16.net

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 Adda			ne and Tick		Per	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) 28601 CLEMEN	of Reporting Person,					tement for n/Day/Year /03	109	X Director					
WESTLAKE, OI					Date of	amendment, of Original th/Day/Year)	(Cl <u>X</u> I Per _ I	neck Applical Form filed by rson	One Reporting More than One				
(City)	(State) (Zi	ip)	Ta	ble :	I Non-De	erivati	ve Secur	ities Acquired, I	Disposed of, or Beneficially Owned				
1. Title of Security (Instr. 3)	y 2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Tran action Code (Instr. 8		4. Securition (A) or Disposition (Instr. 3, 4) Amount	posed (& 5) (A) or		5. Amount of Securities Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)		6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
COMMON SHARES	03/18/03		S		1,637	(D) D	\$25.00	,					
COMMON SHARES	03/19/03		S		883	D	\$24.80		50,816	D			
COMMON SHARES									4,764	I	BY SPOUSE		

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

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	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
1	Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
	Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial

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

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(Instruction 2)			· · ·	Code				(Me∕Ionth/Day/ e¥ear)		Secui		` /	,		Ownership	
(Instr. 3)	Derivative		if any							(IIISU	: 3 & 4)			of Deriv-	(IIISur. 4)	ı
	Security	`	(Month/	(Instr.	F	Acqı	ure	p I					Following	ative		1
		Day/	Day/	8)	(A) (or						Reported	Security:		ı
		Year)	Year)		Ι	Disp	ose	d					Transaction(s)	Direct		l
					c	of (E))						(Instr. 4)	(D)		l
														or		l
					(Inst	r.							Indirect		l
					3	, 4	&							(I)		ı
					5)									(Instr. 4)		l
				Code	V (A) ((D)	Date	Expira-	Title	Amount					l
								Exer-cisable	tion		or					l
									Date		Number					l
											of					ĺ
											Shares					1

Explanation of Responses:

By: /s/ Robert E. Veillette, Attorney-In-Fact

03/20/03

Date

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

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^{**}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).