## Edgar Filing: NORDSON CORP - Form 4

| NORDSON CO<br>Form 4   |  |   |                       |                          |                  |  |   |                                    |  |  |
|--|--|---|-----------------------|--------------------------|------------------|--|---|------------------------------------|--|--|
| November 27,<br>FORM<br>Check this b<br>if no longer   | <b>4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 |   |                       |                          |                  |  |   | PROVAL<br>3235-0287<br>January 31, |  |  |
| subject to<br>Section 16.<br>Form 4 or<br>Form 5<br>obligations<br>may continu<br><i>See</i> Instruct<br>1(b). | 20(h) of the Investment Commonly A of $1040$                                     |   |                       |                          |                  |  | Expires: 2005<br>Estimated average<br>burden hours per<br>response 0.5                                  |                                    |  |  |
| (Print or Type Res   | ponses)  |   |                       |                          |                  |  |   |                                    |  |  |
| 1. Name and Add<br>THAXTON G   | rson <u>*</u> 2. Issuer N<br>Symbol  | 8   |                       |                          |                  | 5. Relationship of Reporting Person(s) to Issuer   |   |                                    |  |  |
| _  | (First) (Mic   |   | NORDSON CORP [NDSN]   |                          |                  |  | (Check all applicable)  |                                    |  |  |
| (Last)<br>28601 CLEMI  | (Month/Day   | <ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>11/22/2006</li></ul> |                       |                          |                  | Director 10% Owner<br>X Officer (give title Other (specify<br>below)<br>Corporate Controller                       |   |                                    |  |  |
|  | (Street) 4. If Amenda<br>Filed(Month/  |   |                       |                          |                  |  | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person |                                    |  |  |
| WESTLAKE,  | OH 44145   |   |                       |                          |                  | Form filed by M<br>Person  |   |                                    |  |  |
| (City)   | (State) (Zi  | p) Table I  | - Non-Deriv           | ative See                | curities Acqu    | uired, Disposed of   | , or Beneficial   | ly Owned                           |  |  |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year)  | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                                   | Transaction<br>Code I | Disposed<br>(Instr. 3, 4 | (A) or<br>of (D) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4)                                    |                                    |  |  |
| COMMON<br>SHARES   |  |   |                       |                          |                  | 610 <u>(1)</u>   | D   |                                    |  |  |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number<br>on f Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  |
|---|---|---|---|--|---|--|--------------------|---|--|
|   |   |   |   | Code V                                 | (A) (D)   | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 48.77  | 11/22/2006                              |   | A                                      | 7,300   | (2)  | 11/22/2016         | COMMON<br>SHARES  | 7,300                                  |

## **Reporting Owners**

| Reporting Owner Name / Address                                | Relationships |           |                      |       |  |  |
|---|---------------|-----------|----------------------|-------|--|--|
|   | Director      | 10% Owner | Officer              | Other |  |  |
| THAXTON GREGORY A<br>28601 CLEMENS ROAD<br>WESTLAKE, OH 44145 |               |           | Corporate Controller |       |  |  |
| Signatures  |               |           |                      |       |  |  |
| Robert E. Veillette,<br>Attorney-In-Fact                      |               | 11/27/200 | 6                    |       |  |  |

\*\*Signature of Reporting Person **Explanation of Responses:** 

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Date

- (1) 610 shares owned through Company 401(k) Plan.
- Grant to reporting person of option to purchase 7,300 shares of Common Stock under Nordson's Long-Term Performance Plan, (2) excercisable in annual increments of 25% on a cumulative basis beginning 11/14/06, the first anniversary date of the grant.
- (3) The price of the Derivative Security has been reported in column 2.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.