

NORDSON CORP
Form 4
March 23, 2006

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CAMPBELL EDWARD P

(Last) (First) (Middle)
28601 CLEMENS ROAD
(Street)

WESTLAKE, OH 44145

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NORDSON CORP [NDSN]

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
CHAIRMAN & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (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 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
COMMON SHARES	03/22/2006		M	67,815	A \$ 22.16	282,596 ⁽¹⁾	D
COMMON SHARES	03/22/2006		F	15,148	D \$ 48.0556	267,448 ⁽¹⁾	D
COMMON SHARES	03/22/2006		S	1,117	D \$ 48.25	266,331 ⁽¹⁾	D
COMMON SHARES	03/22/2006		S	300	D \$ 48.23	266,031 ⁽¹⁾	D
COMMON SHARES	03/22/2006		S	400	D \$ 48.22	265,631 ⁽¹⁾	D

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COMMON SHARES	03/22/2006	S	1,500	D	\$ 48.21	264,131 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	969	D	\$ 48.2	263,162 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	700	D	\$ 48.19	262,462 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	300	D	\$ 48.18	262,162 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	100	D	\$ 48.17	262,062 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	100	D	\$ 48.16	261,962 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	200	D	\$ 48.14	261,762 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	100	D	\$ 48.13	261,662 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	106	D	\$ 48.12	261,556 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	1,700	D	\$ 48.11	259,856 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	300	D	\$ 48.1	259,556 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	700	D	\$ 48.09	258,856 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	100	D	\$ 48.08	258,756 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	100	D	\$ 48.07	258,656 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	57	D	\$ 48.06	258,599 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	1,726	D	\$ 48.05	256,873 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	843	D	\$ 48.04	256,030 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	1,355	D	\$ 48.03	254,675 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	2,845	D	\$ 48.02	251,830 <u>(1)</u>	D
COMMON SHARES	03/22/2006	S	280	D	\$ 48.01	251,550 <u>(1)</u>	D
	03/22/2006	S	15,374	D	\$ 48	236,176 <u>(1)</u>	D

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- (1) Includes 28,964 shares owned through Company 401(k) Plan; and 2,677 shares owned through Company Excess Retirement Plan.
- (2) Security converts into common stock on one-for-one basis.
- (3) Stock Units accrued through Nordson's Officers' Deferred Compensation Plan.
- (4) 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.

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