

NORDSON CORP

Form 4

June 04, 2008

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

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

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DUNN ROBERT A JR

(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)
06/02/2008

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) below)

SR. VICE PRESIDENT

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Shares	06/02/2008		S		100	D	\$ 71.34
Common Shares	06/02/2008		S		400	D	\$ 71.35
Common Shares	06/02/2008		S		900	D	\$ 71.36
Common Shares	06/02/2008		S		400	D	\$ 71.37
Common Shares	06/02/2008		S		100	D	\$ 71.38
							26,043 ⁽¹⁾
							25,643 ⁽¹⁾
							24,743 ⁽¹⁾
							24,343 ⁽¹⁾
							24,243 ⁽¹⁾
							D
							D
							D
							D
							D

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Common Shares	06/02/2008	S	802	D	\$ 71.39	23,441 ⁽¹⁾	D
Common Shares	06/02/2008	S	600	D	\$ 71.4	22,841 ⁽¹⁾	D
Common Shares	06/02/2008	S	50	D	\$ 71.41	22,791 ⁽¹⁾	D
Common Shares	06/02/2008	S	400	D	\$ 71.42	22,391 ⁽¹⁾	D
Common Shares	06/02/2008	S	1,100	D	\$ 71.43	21,291 ⁽¹⁾	D
Common Shares	06/02/2008	S	700	D	\$ 71.44	20,591 ⁽¹⁾	D
Common Shares	06/02/2008	S	300	D	\$ 71.47	20,291 ⁽¹⁾	D
Common Shares	06/02/2008	S	1,200	D	\$ 71.51	19,091 ⁽¹⁾	D
Common Shares	06/02/2008	S	1,200	D	\$ 71.54	17,891 ⁽¹⁾	D
Common Shares	06/02/2008	S	100	D	\$ 71.55	17,791 ⁽¹⁾	D
Common Shares	06/02/2008	S	119	D	\$ 71.61	17,672 ⁽¹⁾	D
Common Shares	06/02/2008	S	402	D	\$ 71.62	17,270 ⁽¹⁾	D

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

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(9-02)

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 Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)		Title		

Date Exercisable	Expiration Date	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DUNN ROBERT A JR 28601 CLEMENS ROAD WESTLAKE, OH 44145	SR. VICE PRESIDENT

Signatures

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

06/04/2008

__Signature of Reporting Person

Date

FILING 2 OF 2

06/04/2008

__Signature of Reporting Person

Date

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).
- (1) Includes 2,126 shares owned through Company ESOP Plan; 260 shares owned through Company Excess Retirement Plan; and 874 shares through Company Divident Reinvestment Plan

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.