#### VEILLETTE ROBERT E

Form 4 March 09, 2010

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

2. Issuer Name and Ticker or Trading

**OMB** Number:

5. Relationship of Reporting Person(s) to

Issuer

3235-0287

**OMB APPROVAL** 

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Print or Type Responses)

VEILLETTE ROBERT E

1. Name and Address of Reporting Person \*

See Instruction

			NORDSON CORP [NDSN]					(Check all applicable)			
(Last) (First) (Middle) 28601 CLEMENS ROAD			3. Date of Earliest Transaction (Month/Day/Year) 03/09/2010					Director 10% Owner X Officer (give title Other (specify below) VP, General Counsel & Secy.			
WESTLAK		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
						Person					
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution		3. Transactic Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Shares								4,016	I	Company ESOP and 401(k) Plans	
Common Shares	03/09/2010			M	1,000	A	\$ 28.5	1,712 (1)	D		
Common Shares	03/09/2010			M	1,050	A	\$ 23.07	2,762 (1)	D		
Common Shares	03/09/2010			M	1,050	A	\$ 26.27	3,812 (1)	D		
	03/09/2010			M	1,050	A		4,862 <u>(1)</u>	D		

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Common Shares					\$ 27.71		
Common Shares	03/09/2010	S	4,150	D	\$ 68.75 (2) (3)	712 (1)	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.

SEC 1474

(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)	Transaction Derivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 28.5	03/09/2010		M		1,000	11/06/2005	11/06/2010	Common Shares	1,000
Employee Stock Option (Right to Buy)	\$ 23.07	03/09/2010		M		1,050	11/05/2006	11/05/2011	Common Shares	1,050
Employee Stock Option (Right to Buy)	\$ 26.27	03/09/2010		M		1,050	11/04/2007	11/04/2012	Common Shares	1,050
Employee Stock Option (Right to Buy)	\$ 27.71	03/09/2010		M		1,050	11/03/2008	11/03/2013	Common Shares	1,050

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

VEILLETTE ROBERT E VP, General 28601 CLEMENS ROAD Counsel & WESTLAKE, OH 44145 Secy.

## **Signatures**

Robert E. 03/09/2010 Veillette

\*\*Signature of Date
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).
- (1) Includes 58 shares acquired through participation in the Company's Dividend Reinvestment Plan.
- (2) This transaction was executed in multiple trades at prices ranging from \$68.68 to \$68.78.
  - The price reported above reflects the weighted average sale price. The reporting person will provide upon request to the SEC staff,
- (3) Nordson Corporation or a shareholder of Nordson Corporation full information regarding the number of shares and prices at which each transaction was effected.

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.

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