

NORDSON CORP

Form 4

August 07, 2001

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

MC LANE, DONALD J.

28601 CLEMENS ROAD  
 WESTLAKE, OH 44145  
 U.S.A.

2. Issuer Name and Ticker or Trading Symbol

NORDSON CORPORATION - NDSN

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

JULY 31, 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
 (specify below)

VICE PRESIDENT

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) 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	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month
COMMON STOCK						48,342 (1) (2)
COMMON STOCK						11,000
(1) Includes 3,833 shares thru the Co. ESOP Plan as of 7/31/01.						
Includes 1,203 shares thru the Co. Supp. ESOP Plan as of 7/31/01.						
Includes 7,074 shares thru the Co. 401(k) Plan as of 10/31/00						
(2) Since the date of reporting person's last ownership report, he trans-						

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ferred 4,237 shares									
to his ex-wife pursuant to a									
domestic relations									
order.									

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (A/Exercisable Date)	7. Title and Amount of Underlying Securities	8. Put or Call

Explanation of Responses:  
SIGNATURE OF REPORTING PERSON  
N. D. PELLECCCHIA, ATTORNEY-IN-FACT  
DATE  
AUGUST 3, 2001