

NORDSON CORP
Form 4
September 30, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GACKA MARK G

(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)
09/29/2005

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
COMMON SHARES	09/29/2005		S		200	D	\$ 37.72
COMMON SHARES	09/29/2005		S		200	D	\$ 37.79
COMMON SHARES	09/29/2005		S		5,834	D	\$ 37.8
COMMON SHARES	09/29/2005		S		200	D	\$ 37.81
COMMON SHARES	09/29/2005		S		862	D	\$ 38

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COMMON SHARES	09/29/2005	S	38	D	\$ 38.01	30,693 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	300	D	\$ 38.04	30,393 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	200	D	\$ 38.06	30,193 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	800	D	\$ 38.15	29,393 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	100	D	\$ 38.2	29,293 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	100	D	\$ 38.24	29,193 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	300	D	\$ 38.34	28,893 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	2,918	D	\$ 38.4	25,975 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	182	D	\$ 38.45	25,793 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	200	D	\$ 38.47	25,593 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	200	D	\$ 38.49	25,393 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	400	D	\$ 38.5	24,993 ⁽¹⁾	D
COMMON SHARES	09/29/2005	S	100	D	\$ 38.53	24,893 ⁽¹⁾	D
COMMON SHARES	09/30/2005	D	10,250	D	\$ 0	14,643 ^{(1) (2)}	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	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. Nu Deriv Secur Bene Own Follo Repo
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	Disposed of (D) (Instr. 3, 4, and 5)							
Code	V (A) (D)	Date	Expiration	Title	Amount			
		Exercisable	Date		or			
					Number			
					of			
					Shares			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GACKA MARK G 28601 CLEMENS ROAD WESTLAKE, OH 44145			VICE PRESIDENT	

Signatures

Robert E. Veillette,
Attorney-In-Fact

09/30/2005

**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 14,399 shares owned through Company 401(k) Plan; and 244 shares owned through Company Excess Retirement Plan.
- (2) Shares of restricted stock returned to issuer under forfeiture provisions of the grants/1993 and 2004 Long-Term Performance Plans.

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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