MERK GREGORY P
Form 4
July 08, 2011

FORM 4

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

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

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 Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MERK GREGORY 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)
07/07/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice President

6. 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 (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	(A) or (D)	Price			
Common Shares	07/07/2011		F		301	D	$ 58.26	15,248 (1) (2)	D	

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

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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)		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. P Der Sec (Ins
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	$ 13.86 (3)							11/03/2004	11/03/2013	Common Shares	(3)	
Employee Stock Option (right to buy)	$ 18.46 (4)							12/09/2005	12/09/2014	Common Shares	(4)	
Employee Stock Option (right to buy)	$ 19.25 (5)							12/07/2006	12/07/2015	Common Shares	(5)	
Employee Stock Option (right to buy)	$ 24.39 (6)							11/22/2007	11/22/2016	Common Shares	(6)	
Employee Stock Option (right to buy)	$ 26.46 (7)							12/05/2008	12/05/2017	Common Shares	(7)	
Employee Stock Option (right to buy)	$ 14.37 (8)							12/04/2009	12/04/2018	Common Shares	(8)	
Employee Stock Option	$ 27.26 (9)							12/03/2010	12/03/2019	Common Shares	(9)	

(right to buy)							
Employee Stock Option (right to buy)	$ 43.32 (10)		12/07/2011	12/07/2020	Common Shares	(10)	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MERK GREGORY P 28601 CLEMENS ROAD WESTLAKE, OH 44145			Vice President	

Signatures

Robert E. Veillette, Attorney-In-Fact	07/08/2011
**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) On April 12, 2011, the common stock of Nordson Corporation split 2-for-1, resulting in the reporting person's ownership of 7,769 additional shares of common stock.

(2) Includes 469 shares acquired through participation in the Company's Dividend Reinvestment Plan.

(3) This option was previously reported as covering 1,800 shares at an exercise price of $27.71 per share, but was adjusted to reflect the stock split that occurred on April 12, 2011.

(4) This option was previously reported as covering 1,800 shares at an exercise price of $36.91 per share, but was adjusted to reflect the stock split that occurred on April 12, 2011.

(5) This option was previously reported as covering 1,200 shares at an exercise price of $38.50 per share, but was adjusted to reflect the stock split that occurred on April 12, 2011.

(6) This option was previously reported as covering 7,800 shares at an exercise price of $48.77 per share, but was adjusted to reflect the stock split that occurred on April 12, 2011.

(7) This option was previously reported as covering 6,800 shares at an exercise price of $52.91 per share, but was adjusted to reflect the stock split that occurred on April 12, 2011.

(8) This option was previously reported as covering 11,400 shares at an exercise price of $28.74 per share, but was adjusted to reflect the stock split that occurred on April 12, 2011.

(9) This option was previously reported as covering 6,100 shares at an exercise price of $54.52 per share, but was adjusted to reflect the stock split that occurred on April 12, 2011.

(10) This option was previously reported as covering 4,500 shares at an exercise price of $86.63 per share, but was adjusted to reflect the stock split that occurred on April 12, 2011.

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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