EDGAR Online

NORDSON CORP

Reported by

BLOOMFIELD DOUGLAS C

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/11/11 for the Period Ending 01/07/11

Address	28601 CLEMENS RD WESTLAKE, OH 44145
Telephone	4408921580
CIK	0000072331
Symbol	NDSN
SIC Code	3569 - General Industrial Machinery and Equipment, Not Elsewhere
Industry	Misc. Capital Goods
Sector	Capital Goods
Fiscal Year	10/31

Powered By EDGAR Online
http://www.edgar-online.com
© Copyright 2011, EDGAR Online, Inc. All Rights Reserved.
Distribution and use of this document restricted under EDGAR Online, Inc. Terms of Use.

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: February 28, 2011
Estimated average burden hours per response... 0.5

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
BLOOMFIELD DOUGLAS C (Last) (First) (Middle)	**NORDSON CORP [NDSN]**	_____ Director _____ 10% Owner
28601 CLEMENS ROAD (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **1/7/2011**	__ **X** __ Officer (give title below) _____ Other (specify below) **Vice President**
WESTLAKE, OH 44145 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 (1)	**1/7/2011**		**A**		**1972**	**A**	(2)	**4623** (3)	**D**	
Common Shares	**1/7/2011**		**F**		**115**	**D**	**$91.62**	**4508** (3)	**D**	
Common Shares	**1/7/2011**		**D**		**1775**	**D**	(4)	**2733** (3)	**D**	
Common Shares								**3733** (5)	**I**	**Company ESOP and 401 (k) Plan**

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Share Equivalent Units	(6)	**1/7/2011**		**A**		**1775**		(6)	(6)	**Common Shares**	**1775**	(2)	**6995**	**D**	

Explanation of Responses:

(1) Performance units awarded under Amended and Restated 2004 Long Term Performance Plan convert to common shares on a one-for-one basis on settlement date.

(2) Fair market value of common shares on settlement date, January 7, 2011, was $91.62 per share.

(3) Includes 51 shares acquired through participation in the Company's Dividend Reinvestment Plan.

(4) Performance units awarded under the Amended and Restated 2004 Long Term Performance Plan convert to common shares on a one-for-one basis. Reporting person elected to defer the award to share equivalent units under the Amended and Restated 2005 Deferred Compensation Plan.

(5) Balance as of January 3, 2011.

(6) Share Equivalent Units acquired through deferral of performance shares awarded under Amended and Restated 2004 Long Term Performance Plan. Deferrals are made to the Nordson Stock Measurement Fund of the Amended and Restated 2005 Deferred Compensation Plan. Equivalent Units are settled in common shares at reporting person's termination of employment or retirement subject to delayed distribution rules of Internal Revenue Code Section 409(A).

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLOOMFIELD DOUGLAS C 28601 CLEMENS ROAD WESTLAKE, OH 44145			**Vice President**	

Signatures

Robert E. Veillette, Attorney-In-Fact **1/11/2011**

** Signature of Reporting Person Date

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

***** 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.