

LAMBERT PETER  
Form 4  
December 20, 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 \*  
LAMBERT PETER

2. Issuer Name and Ticker or Trading Symbol  
NORDSON CORP [NDNS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
28601 CLEMENS ROAD

3. Date of Earliest Transaction (Month/Day/Year)  
12/16/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice President

(Street)  
WESTLAKE, OH 44145

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount or Price		
COMMON SHARES	12/16/2005		M		1,200 A \$ 24.82	3,401 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005		M		2,400 A \$ 22.41	5,801 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005		M		1,600 A \$ 22.16	7,401 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005		M		1,600 A \$ 28.5	9,001 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005		S		2,469 D \$ 40.38	6,532 <sup>(1)</sup>	D

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COMMON SHARES	12/16/2005	S	76	D	\$ 40.37	6,456 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	S	100	D	\$ 40.35	6,356 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	S	2,500	D	\$ 40.33	3,856 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	P	100	D	\$ 40.28	3,756 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	S	300	D	\$ 40.25	3,356 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	S	198	D	\$ 40.18	3,158 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	S	200	D	\$ 40.15	2,958 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	S	300	D	\$ 40.1	2,658 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	S	99	D	\$ 40.09	2,559 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	S	200	D	\$ 40.07	2,359 <sup>(1)</sup>	D
COMMON SHARES	12/16/2005	S	158	D	\$ 40.05	2,201 <sup>(1)</sup>	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.**

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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 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)
	\$ 24.82	12/16/2005		M	1,200	Date Exercisable: 11/03/1998 Expiration Date: 11/03/2007	Title: Amount or Number of Shares: 1,200

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Employee  
Stock  
Option  
(right to  
buy)

COMMON  
SHARES

Employee  
Stock  
Option  
(right to  
buy)

\$ 22.41 12/16/2005

M 2,400 11/02/1999 11/02/2008

COMMON  
SHARES

2,400

Employee  
Stock  
Option  
(right to  
buy)

\$ 22.16 12/16/2005

M 1,600 11/01/2000 11/01/2009

COMMON  
SHARES

1,600

Employee  
Stock  
Option  
(right to  
buy)

\$ 28.5 12/16/2005

M 1,600 11/06/2001 11/06/2010

COMMON  
SHARES

1,600

## Reporting Owners

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

## Signatures

Robert E. Veillette,  
Attorney-In-Fact

12/19/2005

\*\*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 671 shares owned through Company 401(k) Plan; and 1,530 shares owned through Company Dividend Reinvestment Plan.

(2) The price of the Derivative Security has been reported in column 2.

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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