

Beredo Gina A.  
Form 3  
January 05, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

|   |   |  |  |  |
|---|---|--|--|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Beredo Gina A.</p> <p>(Last) (First) (Middle)</p> <p>C/O NORDSON CORPORATION,Â 28601 CLEMENS ROAD</p> <p>(Street)</p> <p>WESTLAKE,Â OHÂ 44145</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2018</p> | <p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p>NORDSON CORP [NDSN]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/><input type="checkbox"/> Officer <input type="checkbox"/> Other<br/>(give title below) (specify below)<br/>VP, General Counsel &amp; Sec</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>  |
|   |   |  |  | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 3,080  | D   | Â  |
| Common Stock                       | 281  | I   | By Company Savings Plan <sup>(1)</sup>                   |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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|                                       | Date Exercisable | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |   |
|---------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|---|
| Employee Stock Options (right to buy) | Â (2)            | 11/25/2023      | Common Stock        | 1,300                      | \$ 71.75                     | D  | Â |
| Employee Stock Options (right to buy) | Â (3)            | 11/24/2024      | Common Stock        | 1,400                      | \$ 79.66                     | D  | Â |
| Employee Stock Options (right to buy) | Â (4)            | 11/23/2025      | Common Stock        | 2,100                      | \$ 70.91                     | D  | Â |
| Employee Stock Options (right to buy) | Â (5)            | 11/21/2026      | Common Stock        | 1,900                      | \$ 107.65                    | D  | Â |
| Employee Stock Options (right to buy) | Â (6)            | 11/20/2027      | Common Stock        | 4,400                      | \$ 127.67                    | D  | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                   |       |
|---|---------------|-----------|-----------------------------------|-------|
|   | Director      | 10% Owner | Officer                           | Other |
| Beredo Gina A.<br>C/O NORDSON CORPORATION<br>28601 CLEMENS ROAD<br>WESTLAKE, OH 44145 | Â             | Â         | Â VP,<br>General Counsel &<br>Sec | Â     |

## Signatures

Gina A. Beredo                      01/05/2018

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Represents the number of shares attributable to the reporting person's participation in the Company Stock Fund of the Nordson Savings Plan, exempt pursuant to Rule 16b-3(c).

(2) All such options have fully vested.

(3) On November 24, 2014, the Company awarded 1,400 stock options under the Company's 2012 Stock Incentive and Award Plan. The options vest in 4 equal annual installments beginning on November 24, 2015. The vested portions of such options will become exercisable upon vesting.

(4) On November 23, 2015, the Company awarded 2,100 stock options under the Company's 2012 Stock Incentive and Award Plan. The options vest in 4 equal annual installments beginning on November 23, 2016. The vested portions of such options will become exercisable upon vesting.

(5) On November 21, 2016, the Company awarded 1,900 stock options under the Company's 2012 Stock Incentive and Award Plan. The options vest in 4 equal annual installments beginning on November 21, 2017. The vested portions of such options will become exercisable upon vesting.

(6)

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On November 20, 2017, the Company awarded 4,400 stock options under the Company's 2012 Stock Incentive and Award Plan. The options vest in 4 equal annual installments beginning on November 20, 2018. The vested portions of such options will become exercisable upon vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.