

NORDSTROM INC
Form 4
October 02, 2013

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 *
Smith Tricia D

(Last) (First) (Middle)

C/O NORDSTROM, INC., 1617
SIXTH AVENUE

(Street)

SEATTLE, WA 98101

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NORDSTROM INC [JWN]

3. Date of Earliest Transaction
(Month/Day/Year)
10/01/2013

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)
Executive 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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	10/01/2013		M	1,614 (1) A \$ 53.63	1,893 (2)	D	
Common Stock	10/01/2013		M	1,321 (1) A \$ 13.47	3,214	D	
Common Stock	10/01/2013		M	651 (1) A \$ 36.94	3,865	D	
Common Stock	10/01/2013		M	1,334 (1) A \$ 45.49	5,199	D	
Common Stock	10/01/2013		M	1,307 (1) A \$ 52.63	6,506	D	

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Common Stock	10/01/2013	S	6,439 <u>(1)</u>	D	\$ 55.95	67	D	
Common Stock						2,532.3	I	By 401(k) Plan per Plan Statement dated 8/31/2013

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 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. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 53.63	10/01/2013		M	1,614 <u>(1)</u>	<u>(3)</u> 03/01/2017	Common Stock	1,614
Employee Stock Option (right to buy)	\$ 13.47	10/01/2013		M	1,321 <u>(1)</u>	<u>(4)</u> 02/27/2019	Common Stock	1,321
Employee Stock Option (right to buy)	\$ 36.94	10/01/2013		M	651 <u>(1)</u>	<u>(5)</u> 02/26/2020	Common Stock	651
Employee Stock Option	\$ 45.49	10/01/2013		M	1,334 <u>(1)</u>	<u>(6)</u> 02/25/2021	Common Stock	1,334

(right to buy)

Employee

Stock

Option	\$ 52.63	10/01/2013		M	1,307 <u>(1)</u>	<u>(7)</u>	02/22/2022	Common Stock	1,307
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(right to buy)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Smith Tricia D C/O NORDSTROM, INC. 1617 SIXTH AVENUE SEATTLE, WA 98101	Executive Vice President

Signatures

Paula McGee, Attorney-in-Fact for Tricia D. Smith	10/02/2013
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__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) The option exercise and sales reported herein are pursuant to a 10b5-1 Trading Plan entered into on 9/16/2013.
- (2) Includes 158 shares acquired on March 31, 2013 and 67 shares acquired on September 30, 2013 under the Employee Stock Purchase Plan.
- (3) The option vested and became exercisable in four equal annual installments commencing 3/1/2008.
- (4) The option vested and became exercisable in four equal annual installments commencing 2/27/2010.
- (5) The option vested and became exercisable in four equal annual installments commencing 2/26/2011.
- (6) The option vested and became exercisable in four equal annual installments commencing 2/25/2012.
- (7) The option vested and became exercisable in four equal annual installments commencing 2/22/2013.

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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