SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

hours per response:	0.5

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1	dress of Reporting I	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>NORDSTROM INC</u> [JWN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Witman David M</u>				Director 10% Owner					
			—	X Officer (give title Other (specify below)					
(Last) (First) (Middle) C/O NORDSTROM, INC. 1617 SIXTH AVENUE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/22/2012	Executive Vice President					
(2)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
SEATTLE	(Street) SEATTLE WA 98101			X Form filed by One Reporting Person					
SEATTLE WA 50101		50101		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. Transa Code (8)		4. Securities Disposed Of	Acquired (D) (Instr	l (A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	02/22/2012		М		15,660	A	\$13.47	29,387	D	
Common Stock	02/22/2012		S		179	D	\$52.28	29,208	D	
Common Stock	02/22/2012		S		100	D	\$52.31	29,108	D	
Common Stock	02/22/2012		S		2,457	D	\$52.3121	26,651	D	
Common Stock	02/22/2012		S		1,400	D	\$52.3257	25,251	D	
Common Stock	02/22/2012		S		98	D	\$52.335	25,153	D	
Common Stock	02/22/2012	ĺ	S		1,000	D	\$52.338	24,153	D	
Common Stock	02/22/2012		S		300	D	\$52.3383	23,853	D	
Common Stock	02/22/2012	ĺ	S		100	D	\$52.34	23,753	D	
Common Stock	02/22/2012		S		100	D	\$52.35	23,653	D	
Common Stock	02/22/2012		S		100	D	\$52.36	23,553	D	
Common Stock	02/22/2012		S		1,643	D	\$52.3754	21,910	D	
Common Stock	02/22/2012	ĺ	S		100	D	\$52.38	21,810	D	
Common Stock	02/22/2012	1	S		200	D	\$52.385	21,610	D	
Common Stock	02/22/2012		S		957	D	\$52.3879	20,653	D	
Common Stock	02/22/2012	1	S		800	D	\$52.4094	19,853	D	
Common Stock	02/22/2012		S		1,100	D	\$52.41	18,753	D	
Common Stock	02/22/2012	1	S		600	D	\$52.4108	18,153	D	
Common Stock	02/22/2012	1	S		2,211	D	\$52.42	15,942	D	
Common Stock	02/22/2012	1	S		715	D	\$52.43	15,227	D	
Common Stock	02/22/2012		S		100	D	\$52.44	15,127	D	
Common Stock	02/22/2012		S		100	D	\$52.45	15,027	D	
Common Stock	02/22/2012	1	S		200	D	\$52.475	14,827	D	
Common Stock	02/22/2012		S		400	D	\$52.48	14,427	D	
Common Stock	02/22/2012		S		200	D	\$52.485	14,227	D	
Common Stock	02/22/2012		S		100	D	\$52.49	14,127	D	
Common Stock	02/22/2012		S		300	D	\$52.5	13,827	D	
Common Stock	02/22/2012		S		100	D	\$52.51	13,727	D	

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.4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)8)								Disposed Of (D) (Instr. 3, 4 and 5)		Transaction Disposed Of (D) (Instr. 3, 4 and 5) Securities Beneficially		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	Transaction(s) (Instr. 3 and 4)		(1150.4)						
Common Stock								3,628.66	I	By 401(k) Plan, per Plan Statement dated 1/31/2012						

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. Transa Code (8)		of		Expiration Date (Month/Day/Year)		e and of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		10. Ownership Form: 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				
Employee Stock Option (right to buy)	\$13.47	02/22/2012		М			15,660	(1)	02/27/2019	Common Stock	15,660	\$0	15,660	D	

Explanation of Responses:

1. Exercisable in four equal annual installments commencing 2/27/10.

Remarks:

/s/ Paula McGee, Attorney-in-Fact for David M. Witman

02/23/2012

** Signature of Reporting Person

n 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.

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