

NORDSTROM PETER E
Form 4
March 18, 2010

FORM 4

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

OMB APPROVAL

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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 *
NORDSTROM PETER E

(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)
03/16/2010

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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Stock | 03/16/2010 | | M | | 9,722 (1) | A | \$ 9.5 1,860,095 D |
| Common Stock | 03/16/2010 | | M | | 70,082 (1) | A | \$ 8.85 1,930,177 D |
| Common Stock | 03/16/2010 | | S | | 1,100 | D | \$ 39.53 1,929,077 D |
| Common Stock | 03/16/2010 | | S | | 4,693 | D | \$ 39.54 1,924,384 D |
| Common Stock | 03/16/2010 | | S | | 2,500 | D | \$ 39.56 1,921,884 D |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|-----------|---|
| Common Stock | 03/16/2010 | S | 2,803 | D | \$ 39.57 | 1,919,081 | D |
| Common Stock | 03/16/2010 | S | 897 | D | \$ 39.58 | 1,918,184 | D |
| Common Stock | 03/16/2010 | S | 2,300 | D | \$ 39.59 | 1,915,884 | D |
| Common Stock | 03/16/2010 | S | 2,900 | D | \$ 39.6 | 1,912,984 | D |
| Common Stock | 03/16/2010 | S | 3,000 | D | \$ 39.61 | 1,909,984 | D |
| Common Stock | 03/16/2010 | S | 3,400 | D | \$ 39.62 | 1,906,584 | D |
| Common Stock | 03/16/2010 | S | 1,800 | D | \$ 39.63 | 1,904,784 | D |
| Common Stock | 03/16/2010 | S | 1,100 | D | \$ 39.64 | 1,903,684 | D |
| Common Stock | 03/16/2010 | S | 3,400 | D | \$ 39.65 | 1,900,284 | D |
| Common Stock | 03/16/2010 | S | 1,500 | D | \$ 39.66 | 1,898,784 | D |
| Common Stock | 03/16/2010 | S | 1,000 | D | \$ 39.67 | 1,897,784 | D |
| Common Stock | 03/16/2010 | S | 2,100 | D | \$ 39.68 | 1,895,684 | D |
| Common Stock | 03/16/2010 | S | 1,900 | D | \$ 39.69 | 1,893,784 | D |
| Common Stock | 03/16/2010 | S | 6,657 | D | \$ 39.7 | 1,887,127 | D |
| Common Stock | 03/16/2010 | S | 4,654 | D | \$ 39.71 | 1,882,473 | D |
| Common Stock | 03/16/2010 | S | 15,200 | D | \$ 39.73 | 1,867,273 | D |
| Common Stock | 03/16/2010 | S | 4,100 | D | \$ 39.74 | 1,863,173 | D |
| Common Stock | 03/16/2010 | S | 2,500 | D | \$ 38.8 | 1,860,673 | D |
| Common Stock | 03/16/2010 | S | 100 | D | \$ 39.81 | 1,860,573 | D |
| 1,000 | 03/16/2010 | S | 1,000 | D | \$ 39.83 | 1,859,573 | D |
| | 03/16/2010 | S | 100 | D | | 1,859,473 | D |

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| | | | | | | | | |
|--------------|------------|--|---|-------|---|----------|--------------------------|---|
| Common Stock | | | | | | \$ 39.84 | | |
| Common Stock | 03/16/2010 | | S | 2,500 | D | \$ 39.85 | 1,856,973 | D |
| Common Stock | 03/16/2010 | | S | 3,500 | D | \$ 39.9 | 1,853,473 | D |
| Common Stock | 03/16/2010 | | S | 1,000 | D | \$ 39.91 | 1,852,473 ⁽²⁾ | D |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 9.5 | 03/16/2010 | | M | 9,722 ⁽¹⁾ | ⁽³⁾ 02/27/2011 | Common Stock 9,722 |
| Employee Stock Option (right to buy) | \$ 8.85 | 03/16/2010 | | M | 70,082 ⁽¹⁾ | ⁽⁴⁾ 02/18/2013 | Common Stock 70,082 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NORDSTROM PETER E C/O NORDSTROM, INC. | X | | Executive Vice President | |

1617 SIXTH AVENUE
SEATTLE, WA 98101

Signatures

Duane E. Adams, Attorney-in-Fact for Peter E.
Nordstrom

03/18/2010

__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 exercises and sales reported herein are pursuant to a 10b-5 Trading Plan entered into on 2/26/10.
- (2) Due to the SEC's limit of 30 lines per form, this Form 4 is 1 of 2 filed on behalf of Peter E. Nordstrom to report transactions that occurred on 3/16/10.
- (3) Exercisable in four equal annual installments commencing 2/27/02.
- (4) Exercisable in four equal annual installments commencing 2/18/04.

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.