Soffe Loretta Form 4 February 29, 2012

# 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Soffe Loretta

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(First) (Middle) NORDSTROM INC [JWN]

(Check all applicable)

C/O NORDSTROM, INC., 1617

(Street)

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

02/27/2012

Director \_X\_\_ Officer (give title below)

10% Owner Other (specify

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

SIXTH AVENUE

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

6. Individual or Joint/Group Filing(Check

**Executive Vice President** 

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SEATTLE, WA 98101

| (City)                               | (State)                                 | (Zip) Tak   | ole I - Non- | Derivativ    | e Secı | ırities Acqui  | ired, Disposed of  | , or Beneficia  | lly Owned |
|--------------------------------------|---|---|--------------|--------------|--------|--|--|---|-----------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | (A)<br>or    |              |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |           |
| Common<br>Stock                      | 02/27/2012                              |   | Code V M     | Amount 5,000 | (D)    | Price \$ 13.47   | 5,365  | D   |           |
| Common<br>Stock                      | 02/28/2012                              |   | M            | 1,577        | A      | \$ 13.47   | 6,942  | D   |           |
| Common<br>Stock                      | 02/28/2012                              |   | M            | 3,423        | A      | \$ 38.02   | 10,365   | D   |           |
| Common<br>Stock                      | 02/27/2012                              |   | S            | 5,000        | D      | \$<br>53.7007  | 5,365  | D   |           |
| Common<br>Stock                      | 02/28/2012                              |   | S            | 5,000        | D      | \$ 53.627<br>(2)   | 365  | D   |           |

#### Edgar Filing: Soffe Loretta - Form 4

| Common<br>Stock |      | 2,158.41 | I | By the 401(k) Plan, per Plan statement dated 1/31/2012 |
|-----------------|------|----------|---|--|
|                 | <br> |          |   |  |

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number conf 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<br>Exercisable                                      | Expiration Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 13.47  | 02/27/2012                           |   | M                                       | 5,000   | (3)  | 02/27/2019      | Common<br>Stock   | 5,000                                  |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 13.47  | 02/28/2012                           |   | M                                       | 1,577   | (3)  | 02/27/2019      | Common<br>Stock   | 1,577                                  |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 38.02  | 02/28/2012                           |   | M                                       | 3,423   | <u>(4)</u>   | 02/28/2018      | Common<br>Stock   | 3,423                                  |

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Soffe Loretta

C/O NORDSTROM, INC. 1617 SIXTH AVENUE SEATTLE, WA 98101

**Executive Vice President** 

### **Signatures**

/s/ Paula McGee, Attorney-in-Fact for Loretta Soffe

02/29/2012

\*\*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).
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.69 to \$53.71, inclusive. The reporting person undertakes to provide to Nordstrom, Inc., any security holder of Nordstrom, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes 1 and 2 to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.60 to 53.63, inclusive.
- (3) Exercisable in four equal annual installments commencing on 2/27/2010.
- (4) Exercisable in four equal annual installments commencing 2/28/09.

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.

Reporting Owners 3