NORDSTROM ERIK B

Form 4

March 01, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

_ 10% Owner

Issuer

_X__ Director

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

(First)

(Middle)

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

2. Issuer Name and Ticker or Trading

NORDSTROM INC [JWN]

3. Date of Earliest Transaction

(Month/Day/Year)

Symbol

1(b).

(Last)

(Print or Type Responses)

NORDSTROM ERIK B

C/O MODDCEDOM DIC

C/O NORDS SIXTH AVE	STROM, INC., 16 ENUE	17 02/26/20	010		_X_ Officer (gi below) Execu	ve title Oth below) itive Vice Presid	
	(Street)		ndment, Dat th/Day/Year)		6. Individual or Applicable Line) _X_ Form filed by	•	
SEATTLE, V	WA 98101				Form filed by Person	More than One R	eporting
(City)	(State) (Z	Zip) Table	e I - Non-De	erivative Securities Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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 Beneficial Ownership (Instr. 4)
Common Stock					1,897,668	D	
Common Stock					17,744.731	I	By 401(k) Plan, per Plan statement dated 1/31/10
Common Stock					39,925	I	By wife
					30,073	I	

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Common Stock			By self as trustee for benefit of child				
Common Stock	25,881	I	By self as trustee for benefit of child				
Common Stock	21,809	I	By self as trustee for benefit of child				
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.							
	Persons who respond to the colle information contained in this forr required to respond unless the fordisplays a currently valid OMB conumber.	SEC 1474 (9-02)					

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secun (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option	\$ 36.94	02/26/2010		A	0 (1)	(2)	02/26/2020	Common Stock	0 (1)	\$

Reporting Owners

(right to buy)

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
	X		Executive Vice President		

Reporting Owners 2

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

Signatures

Duane E. Adams, Attorney-in-Fact for Erik B. Nordstrom

03/01/2010

**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).
 - The number of options granted is not known at this time. The number is calculated as a function of base pay, a long-term incentive (LTI) percentage and the fair value of the option. The Binomial Lattice option valuation model will be used to estimate the fair value of the
- (1) option. This model requires the input of certain assumptions, including risk-free interest rate, volatility, dividend yield, and expected life. The formula for determining the number of options granted is: number of options = (base pay x LTI%) / option fair value. This Form 4 will be amended to report the number of options granted when that number has been calculated.
- (2) Granted under the issuer's 2004 Equity Incentive Plan, exercisable in four equal annual installments commencing on 2/26/11.

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.

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