LITTLE DANIEL F Form 4/A October 31, 2017

## FORM 4

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

**OMB** 

**OMB APPROVAL** 

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

**SECURITIES** 

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* LITTLE DANIEL F

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

NORDSTROM INC [JWN]

(Check all applicable)

C/O NORDSTROM, INC., 1617

(Street)

(First)

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

Director 10% Owner X\_ Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

(Instr. 4)

02/24/2017

below) Chief Information Officer

SIXTH AVENUE

4. If Amendment, Date Original

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

02/28/2017

Filed(Month/Day/Year)

Person

SEATTLE, WA 98101

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(A)

(Instr. 3, 4 and 5)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of

(Instr. 8)

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

(Instr. 4)

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8 **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D	) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 75.23	10/06/2015		A	1,439 (1) (2)	(3)	02/24/2015	Common Stock	1,439
Employee Stock Option (right to buy)	\$ 57.16	10/06/2015		A	1,863 (4) (5)	<u>(6)</u>	03/03/2024	Common Stock	1,863
Employee Stock Option (right to buy)	\$ 50.26	10/06/2015		A	2,965 (7) (8)	<u>(9)</u>	03/04/2023	Common Stock	2,965
Employee Stock Option (right to buy)	\$ 49.15	10/06/2015		A	2,606 (10) (11)	(12)	02/22/2022	Common Stock	2,606
Employee Stock Option (right to buy)	\$ 42.48	10/06/2015		A	2,446 (13) (14)	<u>(15)</u>	02/25/2021	Common Stock	2,446
Employee Stock Option (right to buy)	\$ 34.5	10/06/2015		A	2,489 (16) (17)	(18)	02/26/2020	Common Stock	2,489
Employee Stock Option (right to buy)	\$ 12.58	10/06/2015		A	2,933 (19) (20)	(21)	02/27/2019	Common Stock	2,933

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## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

**Chief Information Officer** 

## **Signatures**

Karen Ruby, Attorney-in-Fact for Daniel F. Little

10/31/2017

\*\*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) Represents additional shares issuable under an option dated 2/24/2015 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
- (2) The original grant of the underlying option was reported on Form 4 dated 2/26/2015.
- (3) Granted under the issuer's 2010 Equity Incentive Plan, exercisable in four equal annual installments commencing 2/24/2016.
- (4) Represents additional shares issuable under an option dated 3/3/2014 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
- (5) The original grant of the underlying option was reported on Form 4 dated 3/5/2014.
- (6) Granted under the issuer's 2010 Equity Incentive Plan, exercisable in four equal annual installments commencing 3/3/2015.
- (7) Represents additional shares issuable under an option dated 3/4/2013 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
- (8) The original grant of the underlying option was reported on Form 4 dated 3/4/2013.
- (9) Granted under the issuer's 2010 Equity Incentive Plan, exercisable in four equal annual installments commencing 3/4/2014.
- (10) Represents additional shares issuable under an option dated 2/22/2012 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
- (11) The original grant of the underlying option was reported on Form 4 dated 2/22/2012.
- (12) Granted under the issuer's 2010 Equity Incentive Plan, exercisable in four equal annual installments commencing 2/22/2013.
- (13) Represents additional shares issuable under an option dated 2/25/2011 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
- (14) The original grant of the underlying option was reported on Form 4 dated 2/28/2011.
- (15) Granted under the issuer's 2010 Equity Incentive Plan, exercisable in four equal annual installments commencing 2/25/2012.
- (16) Represents additional shares issuable under an option dated 2/26/2010 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
- (17) The original grant of the underlying option was reported on Form 4 dated 3/1/2010.
- (18) Granted under the issuer's 2004 Equity Incentive Plan, exercisable in four equal annual installments commencing 2/26/2011.
- (19) Represents additional shares issuable under an option dated 2/27/2009 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
- (20) The original grant of the underlying option was reported on Form 4 dated 3/2/2009.

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(21) Granted under the issuer's 2004 Equity Incentive Plan, exercisable in four equal annual installments commencing 2/27/2010.

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