

NORDSTROM INC
Form 4
April 01, 2015

FORM 4

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

OMB APPROVAL

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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 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 *
KOPPEL MICHAEL G

(Last) (First) (Middle)

**C/O NORDSTROM INC, 1617
SIXTH AVE**

(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)
03/30/2015

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 03/30/2015 | | M | | 28,728 (1) | A | \$ 40.27 97,181 D |
| Common Stock | 03/30/2015 | | S | | 28,728 (1) | D | \$ 80.067 68,453 (2) D |
| Common Stock | 03/30/2015 | | M | | 25,150 (1) | A | \$ 53.63 93,603 D |
| Common Stock | 03/30/2015 | | S | | 25,150 (1) | D | \$ 80.067 68,453 (2) D |
| | | | | | | | 6,197.63 I |

Common
Stock

By 401(k)
Plan per
plan
statement
dated
2/28/15

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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Employee Stock Option (right to buy) | \$ 40.27 | 03/30/2015 | | M | 28,728 | ⁽³⁾ | 02/22/2016 | Common Stock | 28,728 |
| Employee Stock Option (right to buy) | \$ 53.63 | 03/30/2015 | | M | 25,150 | ⁽⁴⁾ | 03/01/2017 | Common Stock | 25,150 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KOPPEL MICHAEL G C/O NORDSTROM INC 1617 SIXTH AVE SEATTLE, WA 98101 | | | Executive Vice President | |

Signatures

/s/ Paula McGee, Attorney-in-Fact for Michael G.
Koppel

04/01/2015

__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 stock sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

The prices reported in Column 4 for the sales on 03/30/15 are weighted average sales prices. These shares were sold pursuant to the 10b5-1 trading plan in multiple transactions at prices ranging from \$80.00 to \$80.49, inclusive for the trades executed on 03/30/15. The

- (2) reporting person undertakes to provide to the issuer, any security holder of the issuer, 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 this footnote.
- (3) Granted under the issuer's 2004 Equity Incentive Plan, exercisable in four equal installments commencing on 2/22/07.
- (4) Granted under the issuer's 2004 Equity Incentive Plan, exercisable in four equal installments commencing on 3/01/08.

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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