

HERNANDEZ ENRIQUE JR
Form 4
December 06, 2012

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 *
HERNANDEZ ENRIQUE JR

(Last) (First) (Middle)

C/O INTER-CON SECURITY SYSTEMS, INC., 210 SOUTH DE LACEY AVENUE

(Street)

PASADENA, CA 91105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NORDSTROM INC [JWN]

3. Date of Earliest Transaction
(Month/Day/Year)
12/04/2012

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)

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 (A) or (D)		
Common Stock	12/04/2012		M		50,000 A \$ 8.0312	65,239	D
Common Stock	12/04/2012		M		75,000 A \$ 10.08	140,239	D
Common Stock	12/04/2012		M		75,000 A \$ 9.11	215,239	D
Common Stock	12/04/2012		D		50,000 D \$ 53.23	165,239	D
Common Stock	12/04/2012		D		75,000 D \$ 53.23	90,239	D

Common Stock	12/04/2012	D	75,000	D	\$ 53.23	15,239	D
Common Stock	12/04/2012	M	8,827.053	A	\$ 0	24,066.053	D
Common Stock	12/04/2012	D	8,827.053	D	\$ 53.23	15,239	D

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

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

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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 Number Shares
Stock Appreciation Units	\$ 8.0312 ⁽¹⁾	12/04/2012		M	50,000 ⁽²⁾	⁽³⁾ ⁽³⁾	Common Stock 50,000
Stock Appreciation Units	\$ 10.08 ⁽¹⁾	12/04/2012		M	75,000 ⁽²⁾	⁽³⁾ ⁽³⁾	Common Stock 75,000
Stock Appreciation Units	\$ 9.11 ⁽¹⁾	12/04/2012		M	75,000 ⁽²⁾	⁽³⁾ ⁽³⁾	Common Stock 75,000
Stock Units	⁽⁵⁾	12/04/2012		M	8,827.053 ⁽⁶⁾	⁽⁷⁾ ⁽⁷⁾	Common Stock 8,827.053

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERNANDEZ ENRIQUE JR C/O INTER-CON SECURITY SYSTEMS, INC. 210 SOUTH DE LACEY AVENUE PASADENA, CA 91105	X			

Signatures

Paula McGee, Attorney-in-Fact for Enrique Hernandez, Jr.

12/06/2012

__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).
- (1) Conversion price reflects two-for-one stock split effective June 30, 2005.
 - (2) Granted under the 1993 Nonemployee Director Stock Incentive Plan. These stock appreciation units were deferred at the election of the reporting person under the Directors' Deferred Compensation Plan. Reflects two-for-one stock split effective June 30, 2005.
 - (3) The stock appreciation units are convertible by the reporting person at any time upon the election of the reporting person, or when the reporting person ceases to be a member of the issuer's board of directors, and do not expire.

The stock appreciation units are convertible by the reporting person into the dollar amount which represents the difference in value of
 - (4) shares of the issuer's common stock from the date the stock appreciation units are awarded to the date the stock appreciation units are converted. The closing price of the issuer's common stock on December 4, 2012 was \$53.23.
 - (5) Each stock unit was the economic equivalent of one share of issuer's common stock.
 - (6) Awarded under the 2002 Nonemployee Director Stock Incentive Plan. The stock units were deferred at the election of the reporting person under the Directors' Deferred Compensation Plan.
 - (7) The stock units are convertible into the issuer's common stock and payable upon the occurrence of certain events, including the reporting person's retirement from the issuer's board of directors, and do not expire.

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.