

NORDSTROM INC
Form 3
March 05, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Sato Michael | | (Month/Day/Year) | NORDSTROM INC [JWN] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 02/26/2014 | | |
| C/O NORDSTROM, INC.,Â 1617 SIXTH AVENUE | | | (Check all applicable) | |
| | (Street) | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | Executive Vice President | |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |
| SEATTLE,Â WAÂ 98101 | | | | |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 12,617.56 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Stock Units | Â (1) | Â (1) | Common Stock | 1,032.63 | \$ (2) | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 02/22/2016 | Common Stock | 5,445 | \$ 40.27 | D | Â |
| Employee Stock Option (right to buy) | Â (4) | 03/01/2017 | Common Stock | 4,663 | \$ 53.63 | D | Â |
| Employee Stock Option (right to buy) | Â (5) | 02/28/2018 | Common Stock | 6,404 | \$ 38.02 | D | Â |
| Employee Stock Option (right to buy) | Â (6) | 02/26/2020 | Common Stock | 7,879 | \$ 36.94 | D | Â |
| Employee Stock Option (right to buy) | Â (7) | 02/25/2021 | Common Stock | 7,736 | \$ 45.49 | D | Â |
| Employee Stock Option (right to buy) | Â (8) | 02/22/2022 | Common Stock | 8,496 | \$ 52.63 | D | Â |
| Employee Stock Option (right to buy) | Â (9) | 03/04/2023 | Common Stock | 9,208 | \$ 53.82 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sato Michael C/O NORDSTROM, INC. 1617 SIXTH AVENUE SEATTLE, WA 98101 | Â | Â | Â Executive Vice President | Â |

Signatures

Paula McGee, Attorney-in-Fact for
Michael Sato

03/05/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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 stock units are convertible into issuer's common stock and payable upon the occurrence of certain events, including the reporting person's retirement from the issuer.
- (2) Stock unit dividend paid on performance share units that were deferred at the election of the reporting person under the Executive Deferred Compensation Plan.
- (3) The option vested and became exercisable in four equal annual installments commencing 2/22/2007.
- (4) The option vested and became exercisable in four equal annual installments commencing 3/1/2008.
- (5) The option vested and became exercisable in four equal annual installments commencing 2/28/2009.

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- (6) The option vested and became exercisable in four equal annual installments commencing 2/26/2011.
- (7) Exercisable in four equal annual installments commencing 2/25/2012.
- (8) Exercisable in four equal annual installments commencing 2/22/2013.
- (9) Exercisable in four equal annual installments commencing 3/4/2014.

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.