## SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> NORDSTROM ERIK B				Issuer Name <b>and</b> Tio IORDSTROM				(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) C/O NORDST	(First) TROM, INC.		Date of Earliest Tran 2/08/2023	saction (	Month	n/Day/Year)	>	Construction of the second sec	e Oth belo ecutive Office	- /			
1617 SIXTH 4	AVENUE	4.	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing ( Line)								Applicable		
(Street) SEATTLE WA 98101									2	5	one Reporting Pe lore than One R		
(City)	(State)	(Zip)	ק   	Rule 10b5-1(C	, licate that	a tran	saction was ma	de pursua		act, instruction or writte	n plan that is inter	nded to satisfy	
		Table I - N	on-Derivativ	ve Securities A	cquire	d, Di	sposed of	, or Be	neficially	y Owned			
Date			2. Transaction Date (Month/Day/Ye	ar) 2A. Deemed Execution Date, if any (Month/Day/Year)	cution Date, Transaction Dis ny Code (Instr.			Acquired (D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock			12/08/2023	3	Α		1,202(1)	Α	\$16.35	2,602,479	D		
Common Stock			12/08/2023	3	F		1,202(2)	D	\$16.35	2,601,277	D		
Common Stock									29,341	I	By 401(k) Plan, per Plan		

												d	ated 1/30/2023
Common Stock Image: Stock in the stock i											y wife		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned     (e.g., puts, calls, warrants, options, convertible securities)													
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code (Instr.	5. Number of Derivative	6. Date Ex Expiration (Month/Da		7. Title an Amount o Securities	of S	8. Price of Derivative Security	9. Number of derivative Securities	10. Ownership Form:	11. Nature of Indirect Beneficial

(Instr. 3)	Price of Derivative Security	(	(Month/Day/Year)	8)	8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		(		Underlying Derivative Security (Instr. 3 and 4)		(Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Share Units	(3)	12/08/2023		М			532 <sup>(4)</sup>	03/10/2025	03/10/2025	Common Stock	532	\$16.35	69,401	D	
Performance Share Units	(3)	12/08/2023		М			670 <sup>(4)</sup>	03/10/2026	03/10/2026	Common Stock	670	\$16.35	96,288	D	

Explanation of Responses:

1. Represents shares acquired as a result of conversion of Performance Share Units described in Footnote (4) to this Form 4, which shares were simultaneously forfeited to pay the reporting person's federal, state and Federal Insurance Contributions Act ("FICA") tax. This transaction is exempt pursuant to Rule 16b-3(d) of the Exchange Act.

2. Represents shares forfeited following conversion of Performance Share Units, described in Footnote (4) to this Form 4, to pay the reporting person's FICA tax. This transaction is exempt pursuant to Rule 16b-3(e) of the Exchange Act.

3. Performance Share Units convert into common stock on a one-for-one basis.

4. Represents the conversion of Performance Share Units to shares in order to allow for the satisfaction of a FICA tax obligation arising from the reporting person being eligible for retirement under the underlying award. This transaction is exempt pursuant to Rule 16b-3(e) of the Exchange Act.

Remarks:

Brian B. DeFoe, Attorney-in-12/11/2023 Fact for Erik B. Nordstrom

\*\* Signature of Reporting Person

Date

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

 $^{\ast}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.