FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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

OMB APPROVAL

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0.5

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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*  Nordstrom James F JR						2. Issuer Name and Ticker or Trading Symbol NORDSTROM INC [ JWN ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner     Officer (give title Other (specify)					
(Last) (First) (Middle) C/O NORDSTROM, INC. 1617 SIXTH AVENUE						3. Date of Earliest Transaction (Month/Day/Year) 02/24/2015									X Officer (give title Other (specify below)  Executive Vice President				
1017 SIXTH AVENUE						4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable											plicable		
(Street) SEATTL	E W		Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person																
(City)	(S	tate)	(Zip)																
		Tab	le I - No	n-Deriva	ative S	Securition	es Acc	quired	, Dis	posed o	of, or E	Bene	ficial	ly Owne	d				
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 ( Disposed Of (D) (Instr. 3 5)		uired (A Instr. 3	A) or , 4 and	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	rect B	7. Nature of Indirect Beneficial Ownership		
								Code V		Amount	(A) or (D)		Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common	Stock			02/24/2	2015			A		0(1)	A	4	\$ <mark>0</mark>	573	,271	D			
Common	Stock													4,17	4.63	I	P P st d:	y 401(k) lan, per lan atement ated /31/2015.	
Common	Stock													77	75	I	В	y wife	
Common	Stock													1,55	5.15	I	P P st	y wife in 01(k) lan, per lan atement ated /31/2015.	
Common Stock													141	,935	I	S	ee <sup>(2)</sup>		
Common	Stock													10,	015	I	tr b	y self as ustee for enefit of nild	
Common	Stock													10,	016	I	tr b	y self as ustee for enefit of nild	
Common Stock											10,016		I	tr b	y self as ustee for enefit of nild				
		7	able II -	Derivati (e.g., pu										Owned					
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any		ed 4. Transacti Code (Ins		5. Nu of of Deriv Secu Acqu (A) of Dispo of (D) (Instr	5. Number 6			able and	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		curity )	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	ve les Form: Direct (I or Indirect or Indi		11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				0	Code V	(A)		Date Exercisab		xpiration late	Title	of	mber						

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)	ate Execution Date,		4. Transaction Code (Instr. 8)		vative rities sired r osed ) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/\)	ate	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 ar	f g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$80.56	02/24/2015		A		0 <sup>(3)</sup>		(4)	02/24/2025	Common Stock	0(3)	\$0	0 <sup>(3)</sup>	D	

## **Explanation of Responses:**

- 1. Restricted Stock Award vesting and exercisable in four equal annual installments commencing 2/24/2016. The number of Restricted Stock Units ("RSUs") granted are not known at this time. The number of RSUs to be awarded to each individual is a function of base pay, a long-term incentive (LTI) percentage and the fair value of an RSU. The fair value of an RSU is calculated as the stock price as of the effective date less the present value of Company stock dividends over the vesting period. This calculation requires the input of certain assumptions, including the risk-free interest rate and the expected Company stock dividends. The formula for determining the number of RSUs granted is: number of RSUs = (base pay x LT1%) / RSU fair value. This Form 4 will be amended to report the number of RSUs granted when the number has been calculated.
- 2. By self as trustee for my benefit and the benefit of my children under the James F. Nordstrom, Jr. 2012 Annuity Trust 1.
- 3. The number of options granted is not known at this time. The number is calculated as a function of base pay, a long-term incentive (LTI) percentage and the fair value of the option. The Binomial Lattice option valuation model will be used to estimate the fair value of the option. This model requires the input of certain assumptions, including prick-free interest rate, volatility, dividend yield, and expected life. The formula for determining the number of options granted is: number of options = (base pay x LT1%)/option fair value. This Form 4 will be amended to report the number of options granted when that number has been calculated.
- 4. Granted under the issuer's 2010 Equity Incentive Plan, exercisable in four equal annual installments commencing on 2/24/2016.

## Remarks:

/s/ Paula McGee, Attorney-in-Fact for James F. Nordstrom, 02/26/2015 Jr.

\*\* Signature of Reporting Person

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

- \* 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.