SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to	c
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

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

OMB APPROVAL									
OMB Number: 3235-0287									
Estimated average burden									
hours per response:	0.5								

1. Name and Address of Reporting Person [*] KNIGHT KEVIN T			2. Issuer Name and Ticker or Trading Symbol <u>NORDSTROM INC</u> [JWN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) (First) (Middle) C/O NORDSTROM, INC. 1617 SIXTH AVENUE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/21/2005	X Concer (give nue Coner (specify below) below) Executive Vice President
(Street) SEATTLE (City)	WA (State)	98101 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X 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. Transa Code (8)			r. 3, 4 and 5) 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	11/21/2005		М		33,272	A	\$12.68	76,732	D			
Common Stock	11/21/2005		М		22,380	Α	\$8.85	99,112	D			
Common Stock	11/21/2005		М		5,384	A	\$19.56	104,496	D			
Common Stock	11/21/2005		S		61,036	D	\$37.067	43,460	D			

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. Transa Code (8)		of Deri Sec Acq (A) Disp of (I	umber vative urities uired or oosed O) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)	\$12.68	11/21/2005		М			33,272	(1)	02/25/2012	Common Stock	33,272	\$0	11,090	D	
Employee Stock Option (right to buy)	\$8.85	11/21/2005		М			22,380	(2)	02/18/2013	Common Stock	22,380	\$0	22,376	D	
Employee Stock Option (right to buy)	\$19.56	11/21/2005		М			5,384	(3)	02/25/2014	Common Stock	5,384	\$0	16,150	D	

Explanation of Responses:

1. Exercisable in four equal annual installments commencing 2/25/03.

2. Exercisable in four equal annual installments commencing 2/18/04.

3. Exercisable in four equal annual installments commencing 2/25/05.

Remarks:

/s/ Duane E. Adams, Attorneyin-Fact for Kevin T. Knight <u>11/21/2005</u>

** Signature of Reporting Person Date

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.