FORM 4

obligations may continue. See

Instruction 1(b)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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* <u>LITTLE DANIEL F</u>							2. Issuer Name and Ticker or Trading Symbol NORDSTROM INC [ JWN ]										all applic Directo	or (give title		10% (	
(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					
(Street) SEATTLE WA 98101					4. If	Line) X Form									Joint/Group Filing (Check Applicable filed by One Reporting Person filed by More than One Reporting n			son			
(City)	(Si		(Zip)																		
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature of																				
Date							2A. Deemed Execution Date, if any (Month/Day/Year)		1	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)						s lly	Form:	Direct Indirect str. 4)	7. Nature of ndirect Beneficial Ownership Instr. 4)
										Code	v	Amount		(A) or (D)	Price	Tuomanati		on(s)			(111501. 4)
Common Stock 02/24/2										A		0(1)		A	\$0		42,4	105	D		
Common Stock																	4,960.59		I		By 401(k) Plan, per Plan statement dated 1/31/2015.
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. Deem Executior if any (Month/Da	Date,	Date, Transacti Code (Ins				6. Date Exercisa Expiration Date (Month/Day/Yea			Amount of		J Security	Deri Seci (Inst	rice of ivative urity tr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transact (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
				С	Code	v	(A)	(D)	Dat Exc	te ercisabl		xpiration late	Title	- 1	Amoun or Numbe of Shares	er					
Employee Stock Option (right to	\$80.56	02/24/2015			A		0(2)			(3)	0:	2/24/2025		nmon tock	0(2)		\$0	0 <sup>(2)</sup>		D	

## **Explanation of Responses:**

- 1. Restricted Stock Award vesting and exercisable in four equal 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 LTI%) / RSU fair value. This Form 4 will be amended to report the number of RSUs granted when the number has been calculated.
- 2. 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 risk-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 LTI%)/option fair value. This Form 4 will be amended to report the number of options granted when that number has been calculated.
- 3. Granted under the issuer's 2010 Equity Incentive Plan, exercisable in four equal installments commencing on 2/24/2016.

## Remarks:

Paula McGee, Attorney-in-Fact 02/26/2015 for Daniel F. Little

\*\* 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.