Nordstrom James F JR Form 4 March 03, 2006

# FORM 4

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

OMB

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

**OMB APPROVAL** 

subject to Section 16. Form 4 or Form 5

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**SECURITIES** 

response...

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person Nordstrom James F JR	2. Issuer Name and Ticker or Trading Symbol NORDSTROM INC [JWN]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  Director 10% OwnerX_ Officer (give title Other (specify below)  Executive Vice President			
(Last) (First) (Middl	3. Date of Earliest Transaction				
C/O NORDSTROM, INC., 1617 SIXTH AVENUE	(Month/Day/Year) 03/01/2006				
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SEATTLE, WA 98101		Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Secui	rities Acq	uired, Disposed o	of, or Beneficia	lly Owned
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 ansaction(A) or Disposed of (D) de (Instr. 3, 4 and 5)			5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	03/01/2006		M	700	A	\$ 8.985	841,648	D	
Common Stock	03/01/2006		M	578	A	\$ 12.68	842,226	D	
Common Stock	03/01/2006		M	3,072	A	\$ 8.85	845,298	D	
Common Stock	03/01/2006		S	4,350	D	\$ 38	840,948	D	
Common Stock							1,938	I	By 401(k) Plan, per Plan

## Edgar Filing: Nordstrom James F JR - Form 4

		9	9						
								statement dated 2/28/06	t
Common Stock					2	128	I	By wife	
Common								By wife i 401(k) Plan, per	
Stock					1	1,306	I	Plan statement dated 2/28/06	t
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  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 control number.  SEC 1474  (9-02)									
			cive Securities Acqui ats, calls, warrants, o				ed		
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)	Code	5. Number coof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 8.985	03/01/2006		M	700	<u>(1)</u>	05/15/2011	Common Stock	700
Employee Stock Option (right to buy)	\$ 12.68	03/01/2006		M	578	(2)	02/25/2012	Common Stock	578
Employee Stock Option (right to	\$ 8.85	03/01/2006		M	3,072	(3)	02/18/2013	Common Stock	3,072

buy)

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Nordstrom James F JR C/O NORDSTROM, INC. 1617 SIXTH AVENUE SEATTLE, WA 98101

**Executive Vice President** 

### **Signatures**

/s/ Duane E. Adams, Attorney-in-Fact for James F. Nordstrom, Jr.

03/03/2006

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- \* 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).
- (1) Exercisable in four equal annual installments commencing 5/15/02.
- (2) Exercisable in four equal annual installments commencing 2/25/03.
- (3) Exercisable in four equal annual installments commencing 2/18/04.

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.

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