NORDSTROM INC

Form 4 March 07, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

89,847.416

377,626

Ι

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

SECURITIES 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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

NORDSTROM BLAKE W

See Instruction

| | | NORI | NORDSTROM INC [JWN] | | | | (Check all applicable) | | | |
|---|---|---|---|-------------------------------------|--------|---------------|--|--|---|--|
| (Last) (First) (Middle) C/O NORDSTROM, INC., 1617 SIXTH AVENUE | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/06/2017 | | | | _X_ Director 10% OwnerX_ Officer (give title Other (specify below) President | | | |
| SEATTLE | (Street) | | mendment, I Ionth/Day/Ye | U | nal | | 6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by N Person | One Reporting I | Person | |
| (City) | (State) | (Zip) Ta | ble I - Non | -Derivativ | e Seci | urities Acqu | iired, Disposed of | f, or Beneficia | ally Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (Instr. 8) | 4. Securi or Dispo (Instr. 3, | sed of | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 03/06/2017 | | S | 100 (1) | D | \$ 45.82 | 2,142,492 | D | | |
| Common Stock | 03/06/2017 | | S | 1,805 (1) (2) | D | \$ 45.0402 | 2,140,687 | D | | |
| | | | | | | | | | By 401(k) Plan, per | |

Plan

statement dated 2/28/2017.

By wife.

Common Stock

Common Stock 32,794 I By self as trustee for benefit of child

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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 (Instr. | ection 8) | 5. rNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | int of rlying | 8. Price of Derivative Security (Instr. 5) |
|---|---|--------------------------------------|---|---------------------------------|--------------|--|---------------------|--------------------|-------|--|---|
| | | | | Code | V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|-----------|-------|--|--|--|
| · · · · · · · · · · · · · · · · · · · | Director | 10% Owner | Officer | Other | | | |
| NORDSTROM BLAKE W C/O NORDSTROM, INC. 1617 SIXTH AVENUE SEATTLE, WA 98101 | X | | President | | | | |

Signatures

Paula McGee, Attorney-in-Fact for Blake W.
Nordstrom 03/07/2017

**Signature of Reporting Person Date

Reporting Owners 2

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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) The sale reported herein is pursuant to a 10b5-1 Trading Plan entered into on 8/29/2016.
- The price reported represents the weighted average price. These shares were sold in multiple transactions at price ranging from \$44.68 to \$45.47, inclusive. The reporting person undertakes to provide to Nordstrom, Inc., any security holder of Nordstrom, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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.