

NORDSTROM BLAKE W

Form 4/A

October 04, 2017

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 OF
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NORDSTROM BLAKE W

(Last) (First) (Middle)

C/O NORDSTROM, INC., 1617
SIXTH AVENUE

(Street)

SEATTLE, WA 98101

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NORDSTROM INC [JWN]

3. Date of Earliest Transaction
(Month/Day/Year)

02/27/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/28/2017

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

President

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount	(D)	Price

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D
								S

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 75.23	10/06/2015	A		3,044 <u>(1)</u> <u>(2)</u>		<u>(3)</u>	02/24/2025	Common Stock	3,044
Employee Stock Option (right to buy)	\$ 57.16	10/06/2015	A		4,021 <u>(4)</u> <u>(5)</u>		<u>(6)</u>	03/03/2024	Common Stock	4,021
Employee Stock Option (right to buy)	\$ 50.26	10/06/2015	A		6,590 <u>(7)</u> <u>(8)</u>		<u>(9)</u>	03/04/2023	Common Stock	6,590
Employee Stock Option (right to buy)	\$ 49.15	10/06/2015	A		4,864 <u>(10)</u> <u>(11)</u>		<u>(12)</u>	02/22/2022	Common Stock	4,864
Employee Stock Option (right to buy)	\$ 42.48	10/06/2015	A		4,964 <u>(13)</u> <u>(14)</u>		<u>(15)</u>	02/25/2021	Common Stock	4,964
Employee Stock Option (right to buy)	\$ 34.5	10/06/2015	A		5,532 <u>(16)</u> <u>(17)</u>		<u>(18)</u>	02/26/2020	Common Stock	5,532
Employee Stock Option (right to buy)	\$ 12.58	10/06/2015	A		8,423 <u>(19)</u> <u>(20)</u>		<u>(21)</u>	02/27/2019	Common Stock	8,423
Employee Stock	\$ 35.31	10/06/2015	A		3,675 <u>(22)</u>		<u>(24)</u>	02/27/2018	Common Stock	3,675

Option
(right to
buy)

(23)

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

Karen Ruby, Attorney-in-Fact for Blake W.
Nordstrom

10/04/2017

__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) Represents additional shares issuable under an option dated 2/24/2015 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
 - (2) The original grant of the underlying option was reported on Form 4 dated 2/26/2015.
 - (3) Granted under the issuer's 2010 Equity Incentiv Plan, exercisable in four equal annual installments commencing 2/24/2016.
 - (4) Represents additional shares issuable under an option dated 3/3/2014 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
 - (5) The original grant of the underlying option was reported on Form 4 dated 3/5/2014.
 - (6) Granted under the issuer's 2010 Equity Incentiv Plan, exercisable in four equal annual installments commencing 3/3/2015.
 - (7) Represents additional shares issuable under an option dated 3/4/2013 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
 - (8) The original grant of the underlying option was reported on Form 4 dated 3/5/2013.
 - (9) Granted under the issuer's 2010 Equity Incentiv Plan, exercisable in four equal annual installments commencing 3/4/2014.
 - (10) Represents additional shares issuable under an option dated 2/17/2012 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
 - (11) The original grant of the underlying option was reported on Form 4 dated 2/22/2012.
 - (12) Granted under the issuer's 2010 Equity Incentiv Plan, exercisable in four equal annual installments commencing 2/22/2013.
 - (13) Represents additional shares issuable under an option dated 2/25/2011 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
 - (14) The original grant of the underlying option was reported on Form 4 dated 2/28/2011.
 - (15) Granted under the issuer's 2010 Equity Incentiv Plan, exercisable in four equal annual installments commencing 2/25/2012.
 - (16) Represents additional shares issuable under an option dated 2/26/2010 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
 - (17) The original grant of the underlying option was reported on Form 4 dated 3/1/2010.

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- (18) Granted under the issuer's 2004 Equity Incentiv Plan, exercisable in four equal annual installments commencing 2/26/2011.
- (19) Represents additional shares issuable under an option dated 2/27/2009 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
- (20) The original grant of the underlying option was reported on Form 4 dated 3/2/2009.
- (21) Granted under the issuer's 2004 Equity Incentiv Plan, exercisable in four equal annual installments commencing 2/27/2010.
- (22) Represents additional shares issuable under an option dated 2/28/2008 as a result of the adjustment of the underlying option in connection with the special dividend declared by the issuer on October 1, 2015.
- (23) The original grant of the underlying option was reported on Form 4 dated 2/29/2008.
- (24) Granted under the issuer's 2004 Equity Incentiv Plan, exercisable in four equal annual installments commencing 2/28/2009.

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.