

NORDSTROM INC
Form 4
February 23, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SUNDAY DELENA M

(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)
02/18/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice 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 Ownership (Instr. 4)
				Code	V Amount Price			
Common Stock	02/18/2005		M		1,606 A \$ 21.25	11,823	D	
Common Stock	02/18/2005		M		4,658 A \$ 25.36	16,481	D	
Common Stock	02/18/2005		M		6,485 A \$ 17.7	22,966	D	
Common Stock	02/18/2005		S		12,749 D \$ 52.907	10,217	D	
Common Stock	02/18/2005		D		2,070 (1) D \$ 48.25	8,147	D	

Common Stock	2,134	I	By 401(k) Plan, per Plan statement dated 1/31/05
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 (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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 21.25	02/18/2005		M	1,606	<u>(2)</u> 02/22/2010	Common Stock	1,606	
Employee Stock Option (right to buy)	\$ 25.36	02/18/2005		M	4,658	<u>(3)</u> 02/25/2012	Common Stock	4,658	
Employee Stock Option (right to buy)	\$ 17.7	02/18/2005		M	6,485	<u>(4)</u> 02/18/2013	Common Stock	6,485	

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

SUNDAY DELENA M
C/O NORDSTROM, INC.
1617 SIXTH AVENUE
SEATTLE, WA 98101

Executive Vice President

Signatures

Duane E. Adams, Attorney-in-Fact for Delena M.
Sunday

02/23/2005

__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) Pursuant to an election to settle a portion of the reporting person's Performance Rights in cash. The Performance Rights were previously approved by the issuer's Compensation Committee.
- (2) Exercisable in four equal annual installments commencing 2/22/01.
- (3) Exercisable in four equal annual installments commencing 2/25/03.
- (4) 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.