SEC Form 4

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person [*] ONEAL JAMES R			2. Issuer Name and Ticker or Trading Symbol <u>NORDSTROM INC</u> [JWN]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) C/O NORDSTROM, INC. 1617 SIXTH AVENUE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/23/2007	X	Officer (give title below) Executive Vice	Other (specify below) President			
(Street) SEATTLE (City)	WA (State)	98101 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Filir Form filed by One Re Form filed by More the Person	porting 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)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	05/23/2007		М		13,189	A	\$8.85	34,937	D	
Common Stock	05/23/2007		S		13,189	D	\$52.225	21,764 ⁽¹⁾	D	
Common Stock								7,934	I	By 401(k) Plan, per Plan statement dated 4/30/07
Common Stock	05/23/2007		М		4,671	A	\$19.782	10,954	I	By wife
Common Stock	05/23/2007		S		4,671	D	\$52.225	6,488 ⁽²⁾	I	By wife
Common Stock								2,805	I	By wife in 401(k) Plan, per Plan statement dated 4/30/07

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 9. Number of 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 10. 11. Nature Expiration Date (Month/Day/Year) Derivative Conversion Execution Date, Transaction Securities Derivative Ownership of Indirect derivative Date (Month/Day/Year) Security (Instr. 3) Derivative Underlying Form: Beneficial or Exercise if any Code (Instr. Security Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Price of Derivative Security Beneficially Owned Following (Month/Day/Year) 8) Derivative Security (Instr. 3 and 4) (Instr. 5) Direct (D) or Indirect Ownership (Instr. 4) (I) (Instr. 4) Reported Transaction(s) (Instr. 4) Amount or Number Date Exercisable Expiration Date of Shares Code v (A) (D) Title Employee Stock Option Commoi \$8.85 05/23/2007 Μ 13,189 (3) 02/18/2013 13,189 \$<mark>0</mark> 3,671 D Stock (right to buy) Employee Stock Commor (4) 4,671 Option \$19.782 05/23/2007 Μ 4,671 02/25/2009 \$<mark>0</mark> 1,017 I By wife Stock (right to buy)

Explanation of Responses:

1. Includes 16 shares acquired on 3/30/07 under the Nordstrom Employee Stock Purchase Plan.

2. Includes 205 shares acquired on 3/30/07 under the Nordstrom Employee Stock Purchase Plan.

3. The option vested and became exercisable in four equal annual installments commencing on 2/18/04.

4. The option vested and became exercisable in four equal annual installments commencing on 2/25/00.

Remarks:

/s/ Duane E. Adams, Attorney-05/24/2007

in-Fact for James R. O'Neal ** 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.