

BRASHEAR MARK S
Form 4
November 24, 2004

FORM 4

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

OMB APPROVAL

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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 *
BRASHEAR MARK S

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
**C/O NORDSTROM, INC., 1617
SIXTH AVENUE**

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/22/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

SEATTLE, WA 98101

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	(A) or (D)	Price
Common Stock	11/22/2004		M		5,222	A	\$ 17.7
Common Stock	11/22/2004		M		6,625	A	\$ 25.36
Common Stock	11/22/2004		M		11,842	A	\$ 19
Common Stock	11/22/2004		M		1,484	A	\$ 34.25
Common Stock	11/22/2004		M		10,000	A	\$ 29
							11,016
							17,641
							29,483
							30,967
							40,967
							D
							D
							D
							D
							D

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Common Stock	11/22/2004	M	1,460	A	\$ 30.281	42,427	D
Common Stock	11/22/2004	M	1,562	A	\$ 23.094	43,989	D
Common Stock	11/22/2004	M	1,100	A	\$ 20.563	45,089	D
Common Stock	11/22/2004	M	880	A	\$ 25.688	45,969	D
Common Stock	11/15/2004	M	1,498	A	\$ 33.938	47,467	D
Common Stock	11/22/2004	M	8,351	A	\$ 21.25	55,818	D
Common Stock	11/22/2004	S	50,024	D	\$ 44.8	5,794	D

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

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(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 17.7	11/22/2004		M	5,222	<u>(1)</u>	02/18/2013	Common Stock	5,222
Employee Stock Option (right to buy)	\$ 25.36	11/22/2004		M	6,625	<u>(2)</u>	02/25/2012	Common Stock	6,625
	\$ 19	11/22/2004		M	11,842	<u>(3)</u>	02/27/2011		11,842

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Employee Stock Option (right to buy)								Common Stock	
Employee Stock Option (right to buy)	\$ 34.25	11/22/2004	M	1,484	<u>(4)</u>	11/17/2008	Common Stock	1,484	
Employee Stock Option (right to buy)	\$ 29	11/22/2004	M	10,000	<u>(5)</u>	02/26/2008	Common Stock	10,000	
Employee Stock Option (right to buy)	\$ 30.281	11/22/2004	M	1,460	<u>(6)</u>	11/18/2007	Common Stock	1,460	
Employee Stock Option (right to buy)	\$ 23.094	11/22/2004	M	1,562	<u>(7)</u>	05/20/2007	Common Stock	1,562	
Employee Stock Option (right to buy)	\$ 20.563	11/22/2004	M	1,100	<u>(8)</u>	11/19/2006	Common Stock	1,100	
Employee Stock Option (right to buy)	\$ 25.688	11/22/2004	M	880	<u>(9)</u>	05/21/2006	Common Stock	880	
Employee Stock Option (right to buy)	\$ 33.938	11/22/2004	M	1,498	<u>(10)</u>	05/19/2008	Common Stock	1,498	
Employee Stock Option (right to buy)	\$ 21.25	11/22/2004	M	8,351	<u>(11)</u>	02/22/2010	Common Stock	8,351	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRASHEAR MARK S C/O NORDSTROM, INC. 1617 SIXTH AVENUE SEATTLE, WA 98101			Executive Vice President	

Signatures

Duane E. Adams, Attorney-in-Fact for Mark S. Brashear	11/24/2004
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**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) Option vested and became exercisable in four equal annual installments commencing 2/18/04.
- (2) Option vested and became exercisable in four equal annual installments commencing 2/25/03.
- (3) Option vested and became exercisable in four equal annual installments commencing 2/27/02.
- (4) Option vested and became exercisable in four equal annual installments commencing 11/17/99.
- (5) Option vested and became exercisable on 1/31/99 when the Issuer's earnings per share reached at least \$1.43 for the fiscal year ending 1/31/99.
- (6) Option vested and became exercisable in four equal annual installments commencing 11/18/98.
- (7) Option vested and became exercisable in four equal annual installments commencing 5/20/98.
- (8) Option vested and became exercisable in four equal annual installments commencing 11/19/97.
- (9) Option vested and became exercisable in four equal annual installments commencing 5/21/97.
- (10) Option vested and became exercisable in four equal annual installments commencing 5/19/99.
- (11) Option vested and became exercisable in four equal annual installments commencing 2/22/01.

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.