

NORDSTROM INC

Form 4/A

December 29, 2016

**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  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LITTLE DANIEL F**

(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)  
**12/12/2016**

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
**12/14/2016**

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)
Common Stock	12/12/2016		M	Amount (1) (2) 4,000 A	Price \$ 35.51	66,946	D
Common Stock	12/12/2016		M	Amount (1) (2) 1,400 A	Price \$ 12.58	68,346	D
Common Stock	12/12/2016		S	Amount (1) (2) 5,400 D	Price \$ 59	62,946	D

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

**Persons who respond to the collection of  
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SEC 1474  
(9-02)

number.

**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
Employee Stock Option (right to buy)	\$ 35.51	12/12/2016		M	4,000 (1) (2) (3)	(4) 02/27/2018	Common Stock	4,000
Employee Stock Option (right to buy)	\$ 12.58	12/12/2016		M	1,400 (1) (2) (5)	(6) 02/27/2019	Common Stock	1,400

## Reporting Owners

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

## Signatures

Paula McGee, Attorney-in-Fact for Daniel F.  
Little

12/29/2016

\*\*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) The option exercise and sales reported herein are pursuant to a 10b5-1 Trading Plan entered into on 11/28/2016.

(2)

## Edgar Filing: NORDSTROM INC - Form 4/A

This amended Form 4 is being filed to report options that were exercised and shares that were sold but were not included in the original filing due to an administrative error.

This option was originally reported as an option grant for 31,108 shares of common stock at an exercise price of \$38.02 per share. The

(3) number of options and the exercise price were subsequently adjusted, pursuant to the terms of the 2004 Equity Incentive Plan, to reflect the effect of a proportional adjustment made in relation to a special dividend declared on October 1, 2015.

(4) Exercisable in four equal annual installments commencing 2/28/2009.

This option was originally reported as an option grant for 71,297 shares of common stock at an exercise price of \$13.47 per share. The

(5) number of options and the exercise price were subsequently adjusted, pursuant to the terms of the 2004 Equity Incentive Plan, to reflect the effect of a proportional adjustment made in relation to a special dividend declared on October 1, 2015.

(6) Exercisable in four equal annual installments commencing 2/27/2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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