

BRASHEAR MARK S
Form 4
March 03, 2006

FORM 4

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

OMB APPROVAL

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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 *
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)
03/01/2006

____ 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)
				(A) or (D)	Price		
Common Stock	03/01/2006		M	A	\$ 19.781	D	
Common Stock	03/01/2006		M	A	\$ 12.68	D	
Common Stock	03/01/2006		M	A	\$ 8.85	D	
Common Stock	03/01/2006		M	A	\$ 19.56	D	
Common Stock	03/01/2006		S	D	\$ 39.42	D	

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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)	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)	\$ 19.781	03/01/2006		M	7,598	<u>(1)</u> 02/25/2009	Common Stock	7,598	
Employee Stock Option (right to buy)	\$ 12.68	03/01/2006		M	6,624	<u>(2)</u> 02/25/2012	Common Stock	6,624	
Employee Stock Option (right to buy)	\$ 8.85	03/01/2006		M	10,442	<u>(3)</u> 02/18/2013	Common Stock	10,442	
Employee Stock Option (right to buy)	\$ 19.56	03/01/2006		M	10,078	<u>(4)</u> 02/25/2014	Common Stock	10,078	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BRASHEAR MARK S
C/O NORDSTROM, INC.

Executive Vice President

1617 SIXTH AVENUE
SEATTLE, WA 98101

Signatures

Duane E. Adams, Attorney-in-Fact for Mark S.
Brashear

03/03/2006

**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) Exercisable in four equal annual installments commencing 2/25/00.
- (2) Exercisable in four equal annual installments commencing 2/25/03.
- (3) Exercisable in four equal annual installments commencing 2/18/04.
- (4) Exercisable in four equal annual installments commencing 2/25/05.

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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