NORDSTROM INC Form 4/A March 10, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

burden hours per

response...

Estimated average

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

2. Issuer Name and Ticker or Trading

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Nordstrom	Symbol	Symbol NORDSTROM INC [JWN]				Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction		`	**	,
	(Month/D	(Month/Day/Year)				Director 10% Ov			
C/O NORD	02/28/20	02/28/2008				_X_ Officer (give title Other (specify below) Executive Vice President			
SIXTH AV									
	4. If Amer	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Filed(Mon								
	02/29/20	02/29/2008							
SEATTLE,									
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securities A	acquired, Disposed	of, or Beneficia	ally Owned
1.Title of	2. Transaction	Date 2A. D	eemed	3.	4. Securi		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Y		tion Date, if		onAcquired		Securities	Form: Direct	Indirect
(Instr. 3)		any (Mont	h/Day/Year)	Code (Instr. 8)	Disposed (Instr. 3,		Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership
		(IVIOIII	II/Day/ I cai)	(IIISII. 0)	(IIISII. 3,	4 and 3)	Following	(Instr. 4)	(Instr. 4)
						(4)	Reported	((
						(A) or	Transaction(s)		
				Code V	Amount		e (Instr. 3 and 4)		
Common Stock							819,151	D	
Stock									
									By 401(k)
									Plan, per
Common							2,305	I	Plan
Stock							2,303	•	statement
									dated
									1/31/08
Common							775	I	By wife
Stock									J
							1,334	I	

Edgar Filing: NORDSTROM INC - Form 4/A

Common Stock								By wife in 401(k) Plan, per Plan statement dated 1/31/08			
Common Stock					59	9	I	By self as trustee for benefit of child			
Common Stock					59	9	I	By self as trustee for benefit of child			
Common Stock					59	9	I	By self as trustee for benefit of child			
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. 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 control number. 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)	Code	` *		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)	\$ 38.02	02/28/2008		A	11,802 (1) (2)	(3)	02/28/2018	Common Stock	11,802		

Edgar Filing: NORDSTROM INC - Form 4/A

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Nordstrom James F JR C/O NORDSTROM, INC. 1617 SIXTH AVENUE SEATTLE, WA 98101

Executive Vice President

Signatures

/s/ Duane E. Adams, Attorney-in-Fact for James F. Nordstrom, Jr.

03/10/2008

**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).
- The number is calculated as a function of base pay, a long-term incentive (LTI) percentage and the fair value of the option. The Binomial Lattice option valuation model was used to estimate the fair value of the option. This model requires the input of certain assumptions,
- including risk-free interest rate, volatility, dividend yield, and expected life. The formula for determining the number of options granted is: number of options = (base pay x LTI%) / option fair value.
- (2) This Form 4 is being amended to report the number of options granted, which was unknown at the time of the original filing on February 29, 2008, pursuant to a formula approved by the Compensation Committee.
- (3) Granted under the issuer's 2004 Equity Incentive Plan, exercisable in four equal annual installments commencing on 2/28/09.

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.

Reporting Owners 3