

KNIGHT KEVIN T
Form 4
February 28, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
KNIGHT KEVIN T

(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)
02/25/2005

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

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)
				Code	V Amount (A) or (D) Price			
Common Stock	02/25/2005		M	1,702	A \$ 33.938	23,330	D	
Common Stock	02/25/2005		M	5,222	A \$ 33.938	28,552	D	
Common Stock	02/25/2005		M	6,398	A \$ 39.563	34,950	D	
Common Stock	02/25/2005		M	7,500	A \$ 33.938	42,450	D	
Common Stock	02/25/2005		S	20,500	D \$ 52.3	21,950	D	

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Common Stock 02/25/2005 S 322 D \$ 52.45 21,628 D

Common Stock 1,021 I By 401(k) Plan, per Plan statement dated 1/31/05

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

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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)	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)	\$ 33.938	02/25/2005		M	1,702	<u>(1)</u> 05/19/2008	Common Stock	1,702
Employee Stock Option (right to buy)	\$ 33.938	02/25/2005		M	5,222	<u>(2)</u> 05/19/2008	Common Stock	5,222
Employee Stock Option (right to buy)	\$ 39.563	02/25/2005		M	6,398	<u>(3)</u> 02/25/2009	Common Stock	6,398
Employee Stock Option	\$ 33.938	02/25/2005		M	7,500	<u>(4)</u> 05/19/2008	Common Stock	7,500

(right to
buy)

Reporting Owners

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

Signatures

Duane E. Adams, Attorney-in-Fact for Kevin T. Knight	02/28/2005
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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) Exercisable when the issuer's common stock sustains an average price for 20 consecutive days as follows: 20% at an average price of \$40; 55% at an average price of \$47.50; and 100% at an average price of \$55.
- (2) Exercisable in four equal annual installments commencing 5/19/99.
- (3) Exercisable in four equal annual installments commencing 2/25/00.
- (4) Exercisable on 1/31/99 when the issuer's stock earnings per share reached \$1.43 for the fiscal year ending 1/31/99.

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.