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NORDSTROM BRUCE A

Form 4

December 23, 2008

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

obligations

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

See Instruction

1(b).

Form 5

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

(Print or Type Responses)

1. Name and Address of Reporting Person * NORDSTROM BRUCE A

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

6. Individual or Joint/Group Filing(Check

(Last)

(First)

(Middle)

(Zip)

NORDSTROM INC [JWN] 3. Date of Earliest Transaction

Director

(Check all applicable)

C/O NORDSTROM, INC., 1617

SIXTH AVENUE

12/22/2008

(Month/Day/Year)

Filed(Month/Day/Year)

Officer (give title below)

X__ 10% Owner Other (specify

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

(Street)

(State)

4. If Amendment, Date Original

Code

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

SEATTLE, WA 98101

(City)

1.Title of	2. Transaction Date	2A Deemed
Security	(Month/Day/Year)	
(Instr. 3)	(any
		(Month/Day/Year)

4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4) Reported

6. Ownership 7. Nature of Indirect Form: Direct Beneficial Indirect (I) Ownership (Instr. 4)

Common 12/22/2008 Stock

G V 26,725 D

(Instr. 3 and 4) Price 9,798,137

Transaction(s)

Common Stock

\$0

Amount

(A)

or

(D)

See (1) 2,000,000 I

D

I

I

Common Stock

500,000

See $\stackrel{(2)}{=}$

Common Stock

500,000

See $\underline{^{(3)}}$

Common Stock

6,935,360

See (4)

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Common Stock						1,555,200	I	See <u>(5)</u>
Common Stock						5,501,520	I	See <u>(6)</u>
Common Stock	12/22/2008	G	V 5,000	A	\$ 0	221,776	I	By wife

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	2.	3. Transaction Date		4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(
					4, and 5)						
					1, 4114 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NORDSTROM BRUCE A C/O NORDSTROM, INC. 1617 SIXTH AVENUE SEATTLE, WA 98101		X					

Signatures

Duane E. Adams, Attorney-in-Fact for Bruce A.
Nordstrom

**Signature of Reporting Person Date

Reporting Owners 2

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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) By self as trustee for my benefit and the benefit of my children under the Bruce A. Nordstrom 2007 Grantor Retained Annuity Trust.
- (2) By self as trustee for my benefit under the Bruce A. Nordstrom 2008 2-Year Grantor Retained Annuity Trust.
- (3) By self as trustee for my benefit under the Bruce A. Nordstrom 2008 5-Year Grantor Retained Annuity Trust.
- (4) By self as trustee for my benefit and the benefit of my children under the Frances Nordstrom Trust.
- (5) By self as trustee for my benefit and the benefit of my children under the 1976 Bruce A. Nordstrom Trust.
 - By self as co-trustee for the benefit of my sister, Anne G. Gittinger, with respect to 5,501,520 shares in the Everett Nordstrom Trust. The amount shown does not include my nominal interest in 1,049,608 shares held in trusts for the benefit of John Hopen and Susan Dunn, my
- (6) nephew and niece, respectively, and for which I am a co-trustee. I am a contingent remainderman with respect to each of these three trusts, but disclaim beneficial ownership of the securities held within these trusts. This report shall not be deemed an admission that I am the beneficial owner of the securities held within the trusts for purposes of Section 16 or for any other purpose.

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.