

NORDSTROM INC
Form 8-K/A
March 17, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K/A

Amendment No. 1

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED) **February 23, 2011**

NORDSTROM, INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

WASHINGTON
(STATE OR OTHER JURISDICTION)

001-15059
(COMMISSION FILE)

91-0515058
(I.R.S. EMPLOYER)

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OF INCORPORATION)

NUMBER)

IDENTIFICATION NO.)

1617 SIXTH AVENUE, SEATTLE, WASHINGTON 98101

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) (ZIP CODE)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE **(206) 628-2111**

INAPPLICABLE

(FORMER NAME OR FORMER ADDRESS IF CHANGED SINCE LAST REPORT)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

This amended Current Report on Form 8-K/A amends Item 5.02 of the Current Report on Form 8-K dated February 23, 2011, filed by Nordstrom, Inc. (the Company) with the Securities and Exchange Commission on February 28, 2011 relating to compensatory arrangements of the Company's five Named Executive Officers (the NEOs) as set forth in the Company's proxy statement dated April 8, 2010. The number of stock options to be awarded was to be determined pursuant to an established formula, but at the time of the filing of the Current Report on Form 8-K not all inputs for that formula were available, and for that reason the number of stock options actually awarded was indeterminable. This amended Current Report on Form 8-K/A is being filed to provide this information.

As previously reported in the Form 8-K, on February 23, 2011 the Compensation Committee (the Committee) of the Board of Directors of the Company awarded stock option grants, effective February 25, 2011, to the Company's five NEOs. The exercise price of these stock options was \$45.49, the fair market value of the Company's common stock on February 25, 2011. The number of stock options awarded to each of the NEOs is provided in the table below.

Named Executive

| Officer | 2011 Stock Options Awarded |
|--|----------------------------|
| Blake W. Nordstrom President | 70,030 |
| Peter E. Nordstrom EVP and President - Merchandising | 65,028 |
| Erik B. Nordstrom EVP and President - Stores | 65,028 |
| Michael G. Koppel EVP and Chief Financial Officer | 39,767 |
| Daniel F. Little EVP and Chief Administrative Officer | 34,514 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NORDSTROM, INC.

By: /s/ Robert B. Sari
Robert B. Sari
Executive Vice President, General Counsel

and Corporate Secretary

Dated: March 17, 2011

