

NORDSTROM INC
Form 8-K
April 01, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

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

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED) March 28, 2013

NORDSTROM, INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

WASHINGTON
(STATE OR OTHER JURISDICTION

OF INCORPORATION)

001-15059
(COMMISSION FILE

NUMBER)

91-0515058
(I.R.S. EMPLOYER

IDENTIFICATION NO.)

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1617 SIXTH AVENUE, SEATTLE, WASHINGTON

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)

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

98101

(ZIP CODE)

INAPPLICABLE

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

Check the appropriate box below if the Form 8-K filing 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))

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

On March 28, 2013, the Compensation Committee (the Committee) of the Board of Directors of the Company established bonus goals, performance levels and award levels that may be earned during the fiscal year ending February 1, 2014 (Fiscal Year 2013) under the shareholder approved Nordstrom, Inc. Executive Management Bonus Plan (the Bonus Plan). Under the Bonus Plan, bonus awards are paid only when performance goals are achieved. The bonus target and maximum payments are expressed as a percentage of base salary and the bonus goals are consistent across roles.

For the Company's Named Executive Officers as set forth in the Company's proxy statement dated March 30, 2012 (the NEOs), the Fiscal Year 2013 bonus arrangements were established by the Committee as follows (Earnings before Interest and Taxes is referred to in the table below as EBIT and Return on Invested Capital is referred to as ROIC):

Named Executive Officer	Bonus Target	Bonus Maximum	Bonus Measures
	As a % of Base Salary	As a % of Base Salary	And Weighting
Blake W. Nordstrom	200%	500%	EBIT with an ROIC Threshold: 100%
Peter E. Nordstrom	200%	500%	EBIT with an ROIC Threshold: 100%
Erik B. Nordstrom	200%	500%	EBIT with an ROIC Threshold: 100%
Michael G. Koppel	90%	225%	EBIT with an ROIC Threshold: 100%
Daniel F. Little	80%	200%	EBIT with an ROIC Threshold: 100%

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: April 1, 2013