

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: December 1, 2000

FEDERATED DEPARTMENT STORES, INC.

151 West 34th St., New York, New York 10001  
(212) 494-1602

-and-

7 West Seventh Street, Cincinnati, Ohio 45202  
(513) 579-7000

Delaware                      1-13536                      13-3324058  
(State of                      (Commission File No.)                      (IRS Id. No.)  
Incorporation)

Item 5. Other Events

This Current Report on Form 8-K is being filed with the Securities and Exchange Commission by Federated Department Stores, Inc. ("Federated") for the purpose of filing, as exhibits hereto, the Unaudited Consolidated Balance Sheets of Federated as of October 28, 2000, January 29, 2000 and October 30, 1999 and the Unaudited Consolidated Statements of Cash Flows for the 39 weeks ended October 28, 2000 and October 30, 1999, which are concurrently being posted on Federated's website at [www.federated-fds.com](http://www.federated-fds.com). The Unaudited Consolidated Balance Sheets and Unaudited Consolidated Statements of Cash Flows filed herewith should be read in conjunction with the consolidated financial statements, the notes thereto and the other information contained in Federated's Annual Report on Form 10-K for the fiscal year ended January 29, 2000. Because of the seasonal nature of the retail business, the cash flows for the 39 weeks ended October 28, 2000 and October 30, 1999 (which do not include the Christmas season) are not indicative of the cash flows for the entire fiscal year.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

The following exhibits are filed herewith:

- 99.1 Unaudited Consolidated Balance Sheets of Federated as of October 28, 2000, January 29, 2000 and October 30, 1999.
- 99.2 Unaudited Consolidated Statements of Cash Flows of Federated for the 39 weeks ended October 28, 2000 and October 30, 1999.

FEDERATED DEPARTMENT STORES, INC.

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.

FEDERATED DEPARTMENT STORES, INC.

Date December 1, 2000            /s/ Dennis J. Broderick  
Dennis J. Broderick  
Senior Vice President, General Counsel  
and Secretary

EXHIBIT INDEX

Exhibit  
Number

- 99.1      Unaudited Consolidated Balance Sheets of  
Federated as of October 28, 2000,  
January 29, 2000 and October 30, 1999
- 99.2      Unaudited Consolidated Statements of Cash  
Flows of Federated for the 39 weeks ended  
October 28, 2000 and October 30, 1999

## FEDERATED DEPARTMENT STORES, INC.

Consolidated Balance Sheets  
(Unaudited)

(millions)

	October 28, 2000	January 29, 2000	October 30, 1999
<b>ASSETS:</b>			
Current Assets:			
Cash	\$ 303	218	\$ 595
Accounts receivable	3,826	4,313	3,731
Merchandise inventories	5,045	3,589	4,741
Supplies and prepaid expenses	269	230	269
Deferred income tax assets	255	172	162
Total Current Assets	9,698	8,522	9,498
Property and Equipment - net	6,808	6,828	6,739
Intangible Assets - net	913	1,735	1,771
Other Assets	627	607	551
Total Assets	\$18,046	\$17,692	\$18,559
<b>LIABILITIES AND SHAREHOLDERS' EQUITY:</b>			
Current Liabilities:			
Short-term debt	\$ 2,593	\$ 1,284	\$ 2,078
Accounts payable and accrued liabilities	3,859	3,043	3,688
Income taxes	3	225	84
Total Current Liabilities	6,455	4,552	5,850
Long-Term Debt	4,033	4,589	4,658
Deferred Income Taxes	1,485	1,444	1,345
Other Liabilities	548	555	582
Shareholders' Equity	5,525	6,552	6,124
Total Liabilities and Shareholders' Equity	\$18,046	\$17,692	\$18,559

## FEDERATED DEPARTMENT STORES, INC.

Consolidated Statements of Cash Flows  
(Unaudited)

(millions)

	39 Weeks Ended October 28, 2000	39 Weeks Ended October 30, 1999
Cash flows from operating activities:		
Net income (loss)	\$ (516)	\$ 347
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	486	493
Amortization of intangible assets	62	57
Amortization of financing costs	5	5
Amortization of unearned restricted stock	5	1
Asset impairment and restructuring charges	795	-
Changes in assets and liabilities:		
Decrease in accounts receivable	489	109
Increase in merchandise inventories	(1,489)	(1,317)
Increase in supplies and prepaid expenses	(39)	(67)
Increase in other assets not separately identified	(44)	(18)
Increase in accounts payable and accrued liabilities not separately identified	688	741
Decrease in current income taxes	(220)	(64)
Increase in deferred income taxes	52	17
Increase (decrease) in other liabilities not separately identified	(6)	3
Net cash provided by operating activities	268	307
Cash flows from investing activities:		
Purchase of property and equipment	(490)	(470)
Capitalized software	(62)	(34)
Investments in companies	(31)	(90)
Acquisition of Fingerhut Companies, Inc., net of cash acquired	-	(1,539)
Disposition of property and equipment	62	32
Net cash used by investing activities	(521)	(2,101)
Cash flows from financing activities:		
Debt issued	802	2,055
Financing costs	(4)	(10)
Debt repaid	(50)	(158)
Increase in outstanding checks	101	140
Acquisition of treasury stock	(551)	-
Issuance of common stock	40	55
Net cash provided by financing activities	338	2,082
Net increase in cash	\$ 85	\$ 288
Cash at beginning of period	218	307
Cash at end of period	\$ 303	\$ 595
Supplemental cash flow information:		
Interest paid	\$ 317	\$ 259
Interest received	5	8
Income taxes paid (net of refunds received)	251	278
Schedule of noncash investing and financing activities:		
Debt assumed in acquisition	-	125
Equity issued in acquisition	-	12
Consolidation of net assets and debt of previously unconsolidated subsidiary	-	1,132

