FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION	OMB APPROVAL
☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligation may	Washington, D.C. 20549	OMB Number 3235-0287
	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	Expires: January 31, 2005 Estimated average burden hours per response 0.5
continue. See Instruction 1(b).	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(f) of the Investment Company Act of 1940	

(Print or Type Responses)

Name and Address of Reporting Person* Cody Thomas G.		ame and Ticker ted Depar		٠,		'FD")		Relationship of Reporting Person(s) to Issuer (Check all applicable) Dispute: 10% Current						
(Last) (First) (Middle) c/o Federated Department Stores, Inc. 7 West Seventh Street	IRS Identification Number of Reporting Person, if an entity (Voluntary)				Statement for Month/Day/Year March 24, 2003				Director10% Owner					
Cincinnati Ohio 45202				Е	i. If Amendment Date of Original Month/Year)	,		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City) (State) (Zip)			Tabl	e I - N	on-Derivative	Securiti	s Acquired, Di		red, Disposed of, or Beneficially Owned					
1. Title of Security (Instr. 3)	2. Trans- action Deemed Execution Date, if any		3. Trans- action Code (Instr. 8)		4. Securities or Disposed of (Instr. 3, 4 and	of (D)	i (A)	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership			
	(Month/ Day/ Year)	(Month/ Day/ Year	Code	V	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)			
Common Stock	3/24/03		F		411	D	\$29).77	40,544	D				
Common Stock									740	I	By 401(k) Plan			
									-					
(1) Reflects the withdrawal of the reporting person's balance investment fund as of March 24, 2003 by \$28.03, the stock p			r's 401 (k) plan	, and derived by	/ dividing	the valu	ue of the	undivided interest of th	e reporting person in the	applicable			

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

(Over)

SEC 1474 (9-02)

*If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 14

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 control number.

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	tion Cod	tion Code (Instr. 8) De atir Se Ac (A) Dis of (In		5. Number of Deriv- ative 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)		9. Number of Derivative Secur- lities Bene- ficially Owned Following Reported Trans- action(s) (Instr. 4)	10. Owner-ship Form of Derivative Secu-Rity: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	٧	(A)	(D)	Date Exer- cis- able	Expi- ration Date	Title	Amount or Number of Shares				
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Explanation of Responses:

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

By: /s/ Padma Tatta Cariappa 3/25/03

*** Padma Tatta Cariappa as attorney-in-fact for Thomas G. Cody pursuant to a Power of Attorney

Note: File three copies of this Form, one of which must be manually signed.

If space provided is insufficient, see Instruction 6 for procedure.

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