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* Zimmerman James M.		me and Ticker or ed Departn			Inc. ("FD")			(Check	ionship of Reporting Per all applicable)	rson(s) to Issuer		
(Last) (First) (Middle) c/o Federated Department Stores, Inc. 7 West Seventh Street	IRS Iden Number of Person, if (Voluntary)	of Reporting an entity			Statement for Month/Day/Year				Director Officer (give title below) Chairman	_Other (specify below)	
Cincinnati Ohio 45202			Da	If Amendment, ate of Original Ionth/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 - Nor	n-Derivative Sec	Disposed	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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5))				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		3,105	D	\$29	.77	143,901	D		
Common Stock									851	I	By 401(k) Plan	
(1) Reflects the withdrawal of the reporting person's investment fund as of March 24, 2003 by \$28.03, the contract of the cont			e Issuer's 4	01 (k) pl	an, and derived l	by dividin	g the value	e of the ur	ndivided interest of the re	eporting person in the	applicable	

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

(Over)

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

SEC 1474 (9-02)

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)	4. Transtion Coo (Instr. 8	de	Deriv- ative Securities Acquired		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Derivative Secur-Ities Bene-ficially Owned Following Reported Trans-action(s) (Instr. 4)	10. Ownership Form of Deriv- ative 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

** Padma Tatta Cariappa as attorney-in-fact
for James M. Zimmerman pursuant to a Power of Attorney

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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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