

(Print or Type Responses)

|  |  |   |  |                                   |   |   |            |  |  |   |  |
|--|--|---|--|-----------------------------------|---|---|------------|--|--|---|--|
| 1. Name and Address of Reporting Person<br>WEATHERUP CRAIG         |  |   | 2. Issuer Name and Ticker or Trading Symbol<br>FEDERATED DEPARTMENT STORES INC /DE/ [FD] |                                   |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director<br><input type="checkbox"/> Officer (give title below)<br><input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Other (specify below) |            |  |  |   |  |
| (Last) (First) (Middle)<br>C/O THE PEPSI-COLA COMPANY, 1 PEPSI WAY |  |   | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/30/2005                           |                                   |   |   |            |  |  |   |  |
| (Street)<br>SOMERS, NY 10589                                       |  |   | 4. If Amendment, Date Original Filed(Month/Day/Year)                                     |                                   |   | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |            |  |  |   |  |
| (City) (State) (Zip)   |  |   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         |                                   |   |   |            |  |  |   |  |
| 1. Title of Security<br>(Instr. 3)                                 |  | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year)                                    | 3. Transaction Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5)  |            | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) |  | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|  |  |   |  | Code                              | V | Amount  | (A) or (D) | Price  |  |   |  |

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

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| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(e.g., puts, calls, warrants, options, convertible securities) |  |   |   |                                   |  |   |                 |  |                            |   |   |   |   |
|---|--|---|---|-----------------------------------|--|---|-----------------|--|----------------------------|---|---|---|---|
| 1. Title of Derivative Security<br>(Instr. 3)   | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) |                            | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|   |  |   |   |                                   |  | Date Exercisable  | Expiration Date | Title  | Amount or Number of Shares |   |   |   |   |
| Phantom Stock Units   | (1)  | 06/30/2005                              |   | A                                 | 124  | (2)   | (2)             | Common Stock   | 124                        | \$ 66.53 (3)                                  | 124   | D   |   |
| Phantom Stock Units   | (1)  | 06/30/2005                              |   | A                                 | 126  | (4)   | (4)             | Common Stock   | 126                        | \$ 66.53 (3)                                  | 250   | D   |   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| WEATHERUP CRAIG<br>C/O THE PEPSI-COLA COMPANY<br>1 PEPSI WAY<br>SOMERS, NY 10589 | X             |           |         |       |

## Signatures

|   |  |            |
|---|--|------------|
| /s/Christopher M. Kelly, as attorney-in-fact for Craig E. Weatherup pursuant to a Power of Attorney |  | 07/01/2005 |
| Signature of Reporting Person   |  | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 1-for-1 conversion.
- (2) Units are to be settled in Common Stock upon the Reporting Person's termination from the Board of Directors.

- (3) The price noted is the average of the value of stock units granted each month during the quarter for which this report is filed.
- (4) Units are to be received by Reporting Person upon termination from the Board of Directors.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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