# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Ty	•		*		_					D 1	1 · CD	. P	) / T	
1. Name and Address of Reporting Person *- LEVINSON SARA  (Last) (First) (Middle)  165 EAST 72ND STREET, 15 E  (Street)  NEW YORK, NY 10021			Issuer Name and Ticker or Trading Symbol Macy's, Inc. [M]     Date of Earliest Transaction (Month/Day/Year)     06/30/2008     If Amendment, Date Original Filed(Month/Day/Year)					Relationship of Reporting Person(s) to Issuer     (Check all applicable)  _X_ Director     Officer (give title below)						
												ow)		
												Line)		
(City) (State) (Zip)			(Zip)		Т	able I	Non-Deriva	tive Securiti	es Acquire	nired, Disposed of, or Beneficially Owned				
(Instr. 3) Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year		(Instr. 8)		) or Dispose )	or Disposed of Re		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership of Form:	Beneficial Ownership	
						Co	ode V A	nount (A) or Price					(I) (Instr. 4)	
Keminder:							contain	n displays sed of, or Bo	orm are n a currentl	ot requir y valid C	ed to resp	ormation cond unless ol number.		474 (9-02)
Security (Instr. 3)	2. Conversion	3. Transaction Date (Month/Day/Yea	3A. Deemed Execution Date,	4. Transac Code	5.   5.   1.   1.   1.   1.   1.   1.	Arrants  Numb f Derivative ecurities cquirect A) or Disposed f (D)	contain the forr quired, Dispo s, options, col er 6. Date Ex and Expira (Month/Das	ed in this for displays sed of, or Bouvertible securities ercisable tion Date	orm are n a currentl	ot requir y valid C Owned d f g	ed to respond control	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction	of 10. Ownersh Form of Derivativ Security: Direct (D or Indirec (s) (I)	Benefic Owners (Instr. 4
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, any	4. Transac Code	alls, w 5. tion of D A (A	Arrants  Numb  f  Derivative ecurities cquirect A) or Disposed	contain the forr quired, Dispo s, options, cor er 6. Date Ex and Expira (Month/Da	ed in this for displays sed of, or Bouvertible securities ercisable tion Date	eneficially eneficially eneficially eneficially energy are an Amount of Underlying Securities	ot requir y valid C Owned d f g	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	of 10. Ownersh Form of Derivativ Security: Direct (D or Indirec	11. Nation of Indirection Benefic Owners (Instr. 4
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, any	4. Transac Code	alls, w 5. tion D D A (// D of (II 4.	A number of the control of the contr	contain the form the	ed in this f n displays  sed of, or Bo nvertible sec ercisable tion Date y/Year)  Expiration	orm are n a currentl eneficially ( curities) 7. Title an Amount of Underlying Securities (Instr. 3 ar	ot requir y valid C Owned d f g	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction	of 10. Ownersh Form of Derivativ Security: Direct (D or Indirec (s) (I)	11. Nation of Indirection Benefic Owners (Instr. 4

Danish Osman Nama / Addings	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
LEVINSON SARA 165 EAST 72ND STREET 15 E NEW YORK, NY 10021	X					

### **Signatures**

/s/Christopher M. Kelly, as attorney-in-fact for Sara Levinson pursuant to a Power of Attorney	07/01/2008
-*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 reorting person's termination from the Board of Directors.
- (3) The price noted is the average of the value of the stock units granted each month during the quarter for which this report is filed.

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

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 number.

