# FORM 4

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

OMB APPRO	VAL				
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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	pe Response	es)													_
1. Name and Address of Reporting Person *										5.	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  _X_ Director				
WEATHERUP CRAIG  (Last) (First) (Middle)  10343 EAST PINNACLE PEAK ROAD				Macy's, Inc. [M] 3. Date of Earliest Transaction (Month/Day/Year) 04/06/2010											
	(Street)			4. If Amer	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) X Form filed by One Reporting Person				
SCOTTS	DALE, AZ	2 85255									Form filed by More than One Reporting Person				
(City	)	(State)	(Zip)			Table I -	Non-De	erivativ	e Securiti	es Acquire	d, Dispose	d of, or Ber	eficially Owr	ied	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	any	Deemed ution Date, if nth/Day/Year)		saction  3)	4. Securities Acqu (A) or Disposed o (Instr. 3, 4 and 5)		of (D) Beneficial		t of Securities ly Owned Following Fransaction(s) and 4)		orm: Direct (D)	7. Nature of Indirect Beneficial Ownership	
						Code	e V	V Amount (A) or (D) Pr		Price			(1)	or Indirect (I) (Instr. 4)	(Instr. 4)
Common	Stock		04/06/2010			M		7,000	A 5	§ 19.9687	,000	000		)	
Common	Stock		04/06/2010			S		7,000	D S	\$ 22.50 0	)		Γ	)	
Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Yea	3A. Deemed Execution Date,	(e.g., puts, calls, w           4.         5.           Transaction of Code         December 3.           ar)         (Instr. 8)         Se           Ac         (A           Di         of           (Ir         of		Number 6. Date Expira						8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	Ownersh (Instr. 4)
				Code	V (A	(D)	Date Exercis	Ex sable Da	apiration ate	Title	Amount or Number of Shares				
Option to Purchase Common Stock	\$ 19.9687	04/06/2010		М		7,000	(1	0.5	5/19/2010	Commo Stock	7,000	\$ 0	0	D	
	ting O	wners	1									<u> </u>			

D (1 0 N /41)	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
WEATHERUP CRAIG 10343 EAST PINNACLE PEAK ROAD SCOTTSDALE, AZ 85255	X					

# **Signatures**

/s/ Linda J. Balicki, as attorney-in-fact for Craig E. Weatherup pursuant to a Power of Attorney	04/06/2010
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) Options became exercisable as follows: 1,750 on May 19, 2001; 1,750 on May 19, 2002; 1,750 on May 19, 2003 and 1,750 on May 19, 2004.

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.

