

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION****Washington, D.C. 20549****OMB APPROVAL**OMB 3235-  
Number: 0104  
Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF 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 Type Responses)

1. Name and Address of Reporting Person * Harrison Robert B	2. Date of Event Requiring Statement (Month/Day/Year) 02/24/2012	3. Issuer Name <b>and</b> Ticker or Trading Symbol Macy's, Inc. [M]	
(Last) (First) (Middle) C/O MACY'S, INC., 7 WEST SEVENTH STREET		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give _____ Other (specify title below) below) Executive Vice President	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street) CINCINNATI, OH 45202		6. 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)	<b>Table I - Non-Derivative Securities Beneficially Owned</b>		

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	26,886	D	
Common Stock	1,743 <a href="#">(1)</a>	I	By 401(k) Plan

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

SEC 1473 (7-02)

**Persons who 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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**


1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to Purchase Common Stock	<a href="#">(2)</a>	05/08/2012	Common Stock	8,376	\$ 31.68	D	
Option to Purchase Common Stock	<a href="#">(3)</a>	05/14/2013	Common Stock	5,584	\$ 19.315	D	
Option to Purchase Common Stock	<a href="#">(4)</a>	05/12/2014	Common Stock	6,534	\$ 24.975	D	
Option to Purchase Common Stock	<a href="#">(5)</a>	11/10/2014	Common Stock	17,868	\$ 24.83	D	
Option to Purchase Common Stock	<a href="#">(6)</a>	05/11/2015	Common Stock	25,126	\$ 33.055	D	
Option to Purchase Common Stock	<a href="#">(7)</a>	03/24/2016	Common Stock	10,808	\$ 36.26	D	
Option to Purchase Common Stock	<a href="#">(8)</a>	03/23/2017	Common Stock	18,500	\$ 46.15	D	

Option to Purchase Common Stock	<a href="#">(9)</a>	03/21/2018	Common Stock	30,573	\$ 24.85	D	
Option to Purchase Common Stock	<a href="#">(10)</a>	05/16/2018	Common Stock	11,207	\$ 25.32	D	
Option to Purchase Common Stock	<a href="#">(11)</a>	03/20/2019	Common Stock	43,478	\$ 8.76	D	
Option to Purchase Common Stock	<a href="#">(12)</a>	03/19/2020	Common Stock	25,227	\$ 20.89	D	
Option to Purchase Common Stock	<a href="#">(13)</a>	03/25/2021	Common Stock	50,561	\$ 23.43	D	
Phantom Stock Units	<a href="#">(14)</a>	02/14/2013	Common Stock	20,303.87	\$ <a href="#">(15)</a>	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Harrison Robert B C/O MACY'S, INC. 7 WEST SEVENTH STREET CINCINNATI, OH 45202			Executive Vice President	

## Signatures

/s/ Linda J. Balicki, as attorney-in-fact for Robert B. Harrison pursuant to a Power of Attorney		02/28/2012
 Signature of Reporting Person		Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Reflects the reporting person's interest in Macy's stock under the Issuer's 401(k) plan, derived by dividing the value of the undivided interest of the reporting person in the applicable investment fund as of February 27, 2012 by \$37.37, the stock price of such date.
- (2) Options became/become exercisable as follows: 2,094 on May 8, 2003; 2,094 on May 8, 2004; 2,094 on May 8, 2005 and 2,094 on May 8, 2006.
- (3) Options became/become exercisable as follows: 1,396 on May 14, 2004; 1,396 on May 14, 2005; 1,396 on May 14, 2006 and 1,396 on May 14, 2007.
- (4) Options became/become exercisable as follows: 1,634 on May 12, 2005; 1,633 on May 12, 2006; 1,634 on May 12, 2007 and 1,633 on May 12, 2008.
- (5) Options became/become exercisable as follows: 4,467 on November 10, 2005; 4,467 on November 10, 2006; 4,467 on November 10, 2007 and 4,467 on November 10, 2008.
- (6) Options became/become exercisable as follows: 6,282 on May 11, 2006; 6,281 on May 11, 2007; 6,282 on May 11, 2008 and 6,281 on May 11, 2009.
- (7) Options became/become exercisable as follows: 2,702 on March 24, 2007; 2,702 on March 24, 2008; 2,702 on March 24, 2009 and 2,702 on March 24, 2010.
- (8) Options became/become exercisable as follows: 4,625 on March 23, 2008; 4,625 on March 23, 2009; 4,625 on March 23, 2010 and 4,625 on March 23, 2011.
- (9) Options became/become exercisable as follows: 7,644 on March 21, 2009; 7,643 on March 21, 2010; 7,643 on March 21, 2011 and 7,643 on March 21, 2012.
- (10) Options became/become exercisable as follows: 2,802 on May 16, 2009; 2,802 on May 16, 2010; 2,802 on May 16, 2011 and 2,801 on May 16, 2012.
- (11) Options became/become exercisable as follows: 21,739 on March 20, 2012 and 20,739 on March 20, 2013.
- (12) Options became/become exercisable as follows: 6,307 on March 19, 2011; 6,307 on March 19, 2012; 6,307 on March 19, 2013 and 6,306 on March 19, 2014.
- (13) Options became/become exercisable as follows: 12,641 on March 25, 2012; 12,640 on March 25, 2013; 12,640 on March 25, 2014 and 12,640 on March 25, 2015.

- (14) The value of the Phantom Stock Units will be payable in cash on February 14, 2013.  
(15) 1-for-1 conversion.

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.