

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report: March 26, 2012
Date of earliest event reported: March 23, 2012

MACY'S, INC.

7 West Seventh Street, Cincinnati, Ohio 45202
(513) 579-7000

-and-

151 West 34th Street, New York, New York 10001
(212) 494-1602

Delaware
(State of Incorporation)

1-13536
(Commission File Number)

13-3324058
(IRS Employer Identification No.)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On March 23, 2012, the Board of Directors of Macy's, Inc. ("Macy's") elected Paul C. Varga to serve as a member of Macy's Board of Directors, effective immediately. The Board also nominated Mr. Varga for election as a director at the 2012 annual meeting of shareholders, which will be held on May 18, 2012.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release of Macy's dated March 23, 2012.

MACY'S, INC.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MACY'S, INC.

Dated: March 26, 2012

By: /s/ Joel A. Belsky

Name: Joel A. Belsky

Title: Executive Vice President and Controller

Index to Exhibits

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Press Release of Macy's dated March 23, 2012.

macy's inc.

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FOR IMMEDIATE RELEASE

PAUL C. VARGA JOINS MACY'S, INC. BOARD OF DIRECTORS

CINCINNATI, Ohio, March 23, 2012 – Paul C. Varga, chairman and chief executive officer of Brown-Forman Corporation, has been elected to the Macy's, Inc. board of directors, effective today.

“Paul Varga is a dynamic business leader and strategic thinker with an impressive track record in building and marketing global brands,” said Terry J. Lundgren, Macy's, Inc. chairman, president and chief executive officer. “He will be an important addition to our board as we continue to develop Macy's and Bloomingdale's as distinct brands and destinations for shoppers domestically and internationally. Given that Paul began with Brown-Forman as a summer intern and worked his way up the organization's ranks, he also is an advocate for strong management development environments, which is a hallmark of Macy's, Inc.”

The addition of Varga brings the size of Macy's, Inc.'s board of directors to 11 members. It will return to 10 members after the Annual Meeting of Shareholders on May 18, 2012, when Joseph A. Pichler, former chairman of The Kroger Company, retires from the board after more than 14 years of service.

Varga, 48, was named president and chief executive officer of Brown-Forman, one of the world's 10 largest wine and spirits producers, in August 2005 and became chairman of the company in August 2007. He has been a member of Brown-Forman's board of directors since 2003.

Varga joined Brown-Forman in 1986 as a summer intern. He was promoted to a variety of positions within the corporation, ranging from on-premise marketing to managing the Jack Daniel's brand. He was promoted to senior vice president and chief marketing officer in 2000. Prior to becoming chief executive officer of the corporation, Varga served as president and chief executive officer of the company's Brown-Forman Beverages subsidiary.

Varga earned his bachelor's of business administration degree in finance from the University of Kentucky in 1985, and his MBA from Purdue University in 1987. He is a resident of Louisville, KY.

Macy's, Inc., with corporate offices in Cincinnati and New York, is one of the nation's premier retailers, with fiscal 2011 sales of \$26.4 billion. The company operates about 840 department stores in 45 states, the District of Columbia, Guam and Puerto Rico under the names of Macy's and Bloomingdale's, as well as the macys.com and bloomingdales.com websites. The company also operates seven Bloomingdale's Outlet stores.

All statements in this press release that are not statements of historical fact are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements are based upon the current beliefs and expectations of Macy's management and are subject to significant risks and uncertainties. Actual results could differ materially from those expressed in or implied by the forward-looking statements contained in this release because of a variety of factors, including conditions to, or changes in the timing of, proposed transactions, prevailing interest rates, changes in expected synergies, cost savings and non-recurring charges, competitive pressures from specialty stores, general merchandise stores, manufacturers' outlets, off-price and discount stores, new and established forms of home shopping (including the Internet, mail-order catalogs and television) and general consumer spending levels, including the impact of the availability and level of consumer debt, the effect of weather and other factors identified in documents filed by the company with the Securities and Exchange Commission.

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(NOTE: Additional information on Macy's, Inc., including past news releases, is available at www.macysinc.com/pressroom).

