FORM	4
------	---

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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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

(Fint of Type Respons	es)										
1. Name and Address NEUBAUER JOSE	2. Issuer Name an Macy's, Inc. [M]		r Trad	ling Symt	ool	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
1101 MARKET ST	(First) REET, 31ST F	T O O D	3. Date of Earliest 7 05/17/2013	Fransaction	(Mor	nth/Day/Y	ear)		Other (specify be	low)	
PHILADELPHIA,		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 Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Ta	ble I - Non	1-Der	ivative S	ecurities	Acqu	ired, Disposed of, or Beneficially O	wned	
1.Title of Security (Instr. 3)			Execution Date, if				Beneficially Owned Following	6. Ownership Form:	7. Nature of Indirect Beneficial		
			(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	×	Direct (D) or Indirect (I) (Instr. 4)	

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

Persons who respond to the collection of information SEC 1474 (9-02) contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Num	ber	6. Date Exer	cisable	7. Title and		8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ion	of		and Expirati	on Date	Amount of		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Derivat	tive	(Month/Day	/Year)	Underlying		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Securit	ies			Securities		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acquir	ed			(Instr. 3 and	d 4)		Owned	2	(Instr. 4)
	Security					(A) or							0	Direct (D)	
						Dispos	ed						- F	or Indirect	
						of (D)							Transaction(s)		
						(Instr. 3 and 5)	5, 4,						(Instr. 4)	(Instr. 4)	
						and 5)					1				
											Amount				
								Date	Expiration	m: 1	or				
								Exercisable	Date		Number				
				Code	v	(A)	(D)				of Shares				
				Coue	v	(A)	(D)				Shares				
Restricted										Common					
Stock	<u>(1)</u>	05/17/2013		Α		2,774		<u>(2)</u>	<u>(2)</u>	Stock	2,774	\$ 0	2,774	D	
Units										SIOCK					

Reporting Owners

Dementing Opportunity Name (Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
NEUBAUER JOSEPH 1101 MARKET STREET 31ST FLOOR PHILADELPHIA, PA 19107	х						

Signatures

/s/ Linda J. Balicki, as attorney-in-fact for Joseph Neubauer pursuant to a Power of Attorney	05/21/2013
**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) Each restricted stock unit represents the equivalent of one share of the Issuer's common stock.

(2) The restricted stock units vest on the earlier of one year from the grant date or the date of the Issuer's next annual meeting of shareholders. The vested shares will be automatically deferred and delivered to the reporting person six months after the reporting person's service on the Issuer's Board of Directors ends.

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.