FORM 4
--------

m

-
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

1. Name and Address of Reardon Martine M	2. Issuer Name ar Macy's, Inc. [M]		: Tra	ding Sym	bol	:	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
C/O MACY'S, INC.,	3. Date of Earliest 7 11/14/2014	Fransaction	(Mo	nth/Day/	(ear)	X Officer (give title below) Other (specify below) Chief Marketing Officer						
CINCINNATI, OH 4	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)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Transaction(s)	Ownership Form:	Beneficial	
			(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	<b>`</b>	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock		11/14/2014		М		25,000	А	\$ 46.15	27,835	D		
Common Stock		11/14/2014		S		20,000	D	\$ 61.6413	7,835	D		
Common Stock		11/14/2014		S		5,000	D	\$ 61.3824	2,835	D		
Common Stock									2,706 (1)	Ι	By 401(k) Plan	

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

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. SEC 1474 (9-02)

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

Derivative Security (Instr. 3)       Conversion or Exercise (Month/Day/Year)       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Code (Instr. 8)       of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)       Expiration Date (Month/Day/Year)       Amount of Underlying Securities (Instr. 3 and 4)       Derivative Security (Instr. 5)       Ownership Securities Beneficially Owned Securities (Instr. 4)       Ownership Securities (Instr. 5)       Ownership Securities (Instr. 5)       Ownership Securities       Ownership Securities         V<		(e.g., puts, calls, warrants, options, convertible securities)														
Security (Instr. 3)       or Exercise Price of Derivative Security       (Month/Day/Year)       any (Month/Day/Year)       Code (Instr. 8)       Derivative Securities       (Month/Day/Year)       Underlying Securities       Securities       Securities       Form of Derivative (Instr. 3 and 4)       Securities         Very price of Derivative Security       Very price of Derivative Security       Month/Day/Year)       Month/Day/Year)       Derivative (Instr. 3)       Month/Day/Year)       Underlying Securities       Securities (Instr. 3 and 4)       Securities       Securities       Beneficially Owned Following Reported       Form of Derivative Security: (Instr. 4)       Securities         Image: Note of Derivative Security       Image: Note of Derivative (Instr. 3, 4, and 5)       Image: Note of Derivative (Instr. 3, 4, and 5)       Securities	1. Title of	2.	3. Transaction	3A. Deemed	4.		5. N	umber	6. Date Exerc	isable and	7. Title and		8. Price of	9. Number of	10.	11. Nature
(Instr. 3)       Price of Derivative Security       (Month/Day/Year)       (Instr. 8)       Securities Acquired (A) or Dispose of (D)       Securities (Instr. 3 and 4)       (Instr. 5)       Beneficially Owned Following Reportation(s)       Derivative Owned Following (Instr. 4)       Derivative Owned Following Reportation(s)       Derivative (Instr. 4)         0       0       0       0       0       Date Exercisable       Expiration Date       Title       Amount or Number of Shares       Amount of Shares       Instr. 4)       0       0       0	Derivative	Conversion	Date	Execution Date, if	Transact	action of			Expiration Date		Amount of		Derivative	Derivative	Ownership	of Indirect
Derivative Security       Derivative Security       Derivative Security       Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)       Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)       Instr. 3 and 4)       Owned Following Reported Transaction(s) (Instr. 4)       Security: Direct (D) or Indirect Transaction(s) (Instr. 4)       Direct (D) (Instr. 4)         Option to       Code       V       (A)       Date Exercisable       Expiration Date       Title       Amount or Number of Shares       Owned Following Reported Transaction(s)       Security: Direct (D) or Indirect Transaction(s)       Instr. 4)	Security	or Exercise					Derivative		(Month/Day/	(Month/Day/Year)		Underlying				Beneficial
Security     Security     Image: Code of (D) (Instr. 3, 4, and 5)     Image: Code of (D) (Instr. 3, 4, and 5)     Image: Code of (D) (Instr. 4)     Image: Code of (D) (Instr. 4)<	· /			(Month/Day/Year)	(Instr. 8)	)							· /			-
Option     Code     V     A     Disposed of (D) (Instr. 3, 4, and 5)     Amount or Number of Shares     Amount or Number of Shares											(Instr. 3 and	d 4)				(Instr. 4)
$\begin{array}{ c c c c c c c c c c c c c c c c c c c$		Security														
$\begin{array}{c c c c c c c c c c c c c c c c c c c $							-	bosed of						1		
$\begin{array}{c c c c c c c c c c c c c c c c c c c $								tr 3 /								
Option     Code     V     A     Date Exercisable     Expiration Date     Title     Amount or Number of Shares														(11150.4)	(IIISU. 4)	
Option     Code     V     A     Date (D)     Expiration Date     Title     Or Number of Shares     Or Number of Shares							unu	2)				Amount	-			
Option     Code     V     A     Date     Expiration     Title     Number of       Option     Code     V     A     Code     V     Code																
Option     Code     V     (A)     (D)     Exercisable     Date     of       Option     Code     V     (A)     (D)     Code     V     (A)     (D)										Expiration					l l	
Code         V         (A)         (D)         Shares         Image: Code         V           Option         Image: Code         V									Exercisable	Date					l l	
					Code	v	(A)	(D)								
to	Option															
	to															
D 1 Common		¢ 4( 15	11/14/2014		м			25 000	02/22/2009	02/22/2017	Common	25.000	¢ 0	0	D	
Purchase         \$ 46.15         11/14/2014         M         25,000         03/23/2008         03/23/2017         Common         \$ 0         D		\$ 40.15	11/14/2014		IVI			25,000	03/23/2008	03/23/2017	Stock	25,000	\$0	0	D	
Stock																
Stock	SIOCK															

### **Reporting Owners**

Den estima Ormen Nemer / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Reardon Martine M C/O MACY'S, INC. 7 WEST SEVENTH STREET CINCINNATI, OH 45202			Chief Marketing Officer						

## Signatures

/s/ Linda J. Balicki, as attorney-in-fact for Martine M. Reardon pursuant to a Power of Attorney	11/14/2014
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) 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 November 13, 2014 by \$61.57, the stock price of such date.

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.