

(Print or Type Responses)

Ongman Patti H

Person *

1. Name and Address of Reporting

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Weekington, D.C. 20540

Washington, D.C. 20549

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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

Statement

(Month/Day/Year)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Macy's, Inc. [M]

| Oliginali i atti ii | | 02/01/2015 | | | | | | | | | |
|--|---|------------------------------|---|---|----------------|---|---|---|--|--|--|
| (Last) (First) (Midd C/O MACY'S, INC., 7 WEST SEVENTH STREET | dle) | 71/2013 | | | ssuer | olicable) | Filed(Mont | 5. If Amendment, Date Original Filed(Month/Day/Year) | | | |
| (Street) CINCINNATI, OH 45202 | | | title | Director K Officer (give below) hief Mercha | bel | 10% Own Other (sp ow) Planning | 6. Individ Filing(Che X_Form fil | Form filed by More than One Reporting | | | |
| (City) (State) (Zi | (p) | Table I - Non-Derivative Sec | | | | | ecurities Beneficially Owned | | | | |
| 1.Title of Security (Instr. 4) | | | (Instr. 4) | | | 4. Nature of Indirect Beneficial Ownership rm: Direct o or lirect (I) str. 5) | | | | | |
| Common Stock | | | 959 <u>(1)</u> | | | I F | By 401(k) Plan | | | | |
| | o respond d to respor | to the collected unless the | ction of in e form dis | formation plays a cu | cont urrent | ained in | this form are OMB control | | | | |
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exer Expiration I (Month/Day/Ye | rcisable and Date | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | of 4 | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | | | |
| | Date Exercisable | Expiration Date | Title | Amount of Number of Shares | r S | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | | | | |
| Option to Purchase Common Stock | <u>(2)</u> | 03/19/2020 | Common Stock | 1,875 | \$ | 5 20.89 | D | | | | |
| Option to Purchase Common Stock | <u>(3)</u> | 03/25/2021 | Common Stock | 623 | \$ | 3 23.43 | D | | | | |
| Option to Purchase Common Stock | <u>(4)</u> | 03/25/2021 | Common Stock | 3,750 | \$ | 3 23.43 | D | | | | |
| Option to Purchase Common Stock | <u>(5)</u> | 03/23/2022 | Common Stock | 7,500 | \$ | 39.84 | D | | | | |
| Option to Purchase Common Stock | <u>(6)</u> | 03/19/2023 | Common Stock | 7,500 | \$ | S 41.67 | D | | | | |
| Option to Purchase Common Stock | <u>(7)</u> | 03/28/2024 | Common Stock | 7,500 | \$ | 5 58.92 | D | | | | |
| Restricted Stock Units | (8) | (8) | Common Stock | 3,765 | \$ | <u>(9)</u> | D | | | | |
| | | | | _ | | | | | | | |

| Restricted Stock Units | <u>(10)</u> | | Common 4,799 | \$ <u>(9)</u> | D | |
|------------------------|-------------|------|-----------------------------------|---------------|---|--|
| Restricted Stock Units | <u>(11)</u> | (11) | Stock Common Stock 4,243 | \$ <u>(9)</u> | D | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|--------------------------------|-------|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| Ongman Patti H C/O MACY'S, INC. 7 WEST SEVENTH STREET CINCINNATI, OH 45202 | | | Chief Merchandise Planning Ofc | | | |

Signatures

| /s/ Linda J. Balicki, as attorney-in-fact for Patti Ongman pursuant to a Power of Attorney | 02/10/2015 |
|--|------------|
| **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 6, 2015 by \$63.73, the stock price of such date.
- (2) Options became exercisable as follows: 1,875 on March 19, 2014.
- (3) Options become exercisable as follows: 625 on March 25, 2015.
- (4) Options became/become exercisable as follows: 1,875 on March 25, 2014 and 1,875 on March 25, 2015.
- (5) Options became/become exercisable as follows: 1,875 on March 23, 2013; 1,875 on March 23, 2014; 1,875 on March 23, 2015 and 1,875 on March 23, 2016.
- Options became/become exercisable as follows: 1,875 on March 19, 2014; 1,875 on March 19, 2015; 1,875 on March 19, 2016 and 1,875 on March 19, 2017
- Options become exercisable as follows: 1,875 on March 28, 2015; 1,875 on March 28, 2016; 1,875 on March 28, 2017 and 1,875 on March 28, 2018.
- (8) The restricted stock units vest on March 23, 2015.
- (9) Each restricted stock unit represents a contingent right to receive one share of Macy's common stock.
- (10) The restricted stock units vest on March 19, 2016.
- (11) The restricted stock units vest on March 28, 2017.

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.

POWER OF ATTORNEY

The undersigned, a director and/or officer of Macy's, Inc., a Delaware corporation (the "Company"), hereby constitutes and appoints Dennis J. Broderick, Ann Munson Steines, Linda J. Balicki and Christopher M. Kelly, or any of them, my true and lawful attorneys-in-fact and agents, each with full power of substitution and resubstitution (individually, a "Designee," and collectively, the "Designees"), to (i) execute and file on the undersigned's behalf all Forms ID, 3, 4, 5 and 144 (including any amendments thereto) with the Securities and Exchange Commission (the "Commission") relating to the undersigned's ownership of or transactions in securities of the Company as such filings are required pursuant to Section 16(a) of the Securities and Exchange Act of 1934 and Rule 144 of the Securities Act of 1933, and (ii) to execute on the undersigned's behalf any seller's representation letter that may be required to be submitted to the broker handling any sale of the Company's securities for the benefit of the undersigned. The authority of each such Designee (or substitute or resubstitute) under this Power of Attorney shall continue until the undersigned is no longer required to file Forms 3, 4, 5 and 144 with regard to the undersigned's ownership of or transactions in any such securities unless earlier revoked in a writing filed with the Commission. The undersigned acknowledges that neither the Company nor any of the Designees shall be responsible for any of the information furnished to the Company or any of the Designees by the undersigned for inclusions in any such filings or representation letters or as to the timing of any such filings (except in the case of the Company only and then only to the extent provided in the written procedures of the Company from time to time in effect specifically relating to such filings), or with respect to the requirements of Section 16(b) of the Securities Exchange Act of 1934 or Rule 144 of the Securities Act of 1933.

/s/ Patti H. Ongman
Patti H. Ongman

Dated: 2/4/15