| FORM | 4 |
|------|---|
|------|---|

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

| (Find of Type Responses) | | - | | | | | | | | |
|---|--|--|------------|------------|----------|---|--------|--|--|-------------------------|
| 1. Name and Address of Report Williams Felicia | 2. Issuer Name an Macy's, Inc. [M] | | Trad | ling Syml | ool | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | |
| (Last) C/O MACY'S, INC., 7 WE STREET | 3. Date of Earliest 7 11/22/2017 | Fransaction | (Mor | nth/Day/Y | 'ear) | X_Officer (give title below) Other (specify below) EVP,Controller/Enterprise Risk | | | | |
| (Stree CINCINNATI, OH 45202 | 4. If Amendment, I | Date Origina | ıl File | ed(Month/D | ay/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) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Execution Date, if | (Instr. 8) | | | (A) or | of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership |

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) | | | | | | | | | | | | | | | |
|--|---------------------------------------|--|----------------------------------|------------------------|-----|---|---|--|--------------------|---|--|---|----------------------------|------------------------------------|-------------------------|
| Security | Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transact Code | ion | 5. Number of Derivative Securities | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities | | Derivative Security (Instr. 5) | Securities Beneficially | Ownership Form of Derivative | Beneficial Ownership |
| | Derivative Security | | | | | (A) or Dispose of (D) | (A) or Disposed of (D) (Instr. 3, 4, | | (Instr. 3 and 4) | | | Following Reported Transaction(s) | Direct (D) or Indirect | (Instr. 4) | |
| | | | | Code | V | (A) | (D) | Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | <u>(1)</u> | 11/22/2017 | | А | | 6,009 | | (2) | <u>(2)</u> | Common Stock | 6,009 | \$ 0 | 6,009 | D | |

Reporting Owners

| R | | Relationships | | | | | | | | | |
|---|---|---------------|-----------|--------------------------------|-------|--|--|--|--|--|--|
| | Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | | | |
| | Williams Felicia C/O MACY'S, INC. 7 WEST SEVENTH STREET CINCINNATI, OH 45202 | | | EVP,Controller/Enterprise Risk | | | | | | | |

Signatures

 /s/ Steven R. Watts, as attorney-in-fact for Felicia Williams pursuant to a Power of Attorney
 11/22/2017

 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 a contingent right to receive one share of Macy's, Inc. common stock.

(2) The restricted stock units vest one-third on each of the first, second and third anniversaries of the date granted.

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.