

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 (Date of earliest event reported): October 15, 2018

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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

On October 15, 2018, the Board of Directors of Macy's, Inc. ("Macy's") elected David P. Abney as an independent director, effective October 25, 2018. Mr. Abney is the Chairman and Chief Executive Officer of United Parcel Service, Inc. The Board also appointed Mr. Abney as a member of the Compensation and Management Development Committee of the Board of Directors.

Mr. Abney will participate in Macy's standard non-employee director compensation arrangements described in the proxy statement for Macy's annual meeting of shareholders held on May 18, 2018 under the caption "Further Information Concerning the Board of Directors."

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 [Press Release of Macy's dated October 16, 2018](#)

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: October 16, 2018

By: /s/Ann Munson Steines

Name: Ann Munson Steines

Title: Senior Vice President, Deputy General Counsel and
Assistant Secretary

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David Abney Joins Macy's, Inc. Board of Directors

CINCINNATI—October 16, 2018— Macy's, Inc. (NYSE: M) today announced the appointment of David Abney, chairman and chief executive officer of United Parcel Service, Inc., to its board of directors, effective October 25, 2018.

Abney has held the roles of chairman and chief executive officer of UPS, Inc. since 2016 and 2014, respectively. He previously served as chief operating officer since 2007, overseeing logistics, sustainability and engineering across the UPS transportation network.

“David is a strong leader who understands what we need to win in this dynamic, competitive retail environment. We are excited to have him join our board and look forward to his contributions,” said Jeff Gennette, chairman and chief executive officer of Macy's, Inc.

“David's track record and expertise complement the skills and background of our current directors, and we know he will be a strong addition,” said Marna Whittington, Macy's, Inc. lead independent director.

“Macy's, Inc., is a historic company and one of America's most iconic brands. I look forward to serving on the board as the company navigates this exciting period of transition and growth,” added Abney.

With the addition of Abney, the Macy's, Inc. board of directors will comprise 11 members. Abney will serve on the Compensation and Management Development Committee.

About David Abney

David Abney, 62 is currently chairman and chief executive officer of United Parcel Service, Inc., a multinational package delivery and supply chain management company, roles he has held since 2016 and 2014, respectively. Previously, he served as chief operating officer since 2007, with responsibility for logistics, sustainability, engineering across all facets of the UPS transportation network, which serves more than 220 countries and

territories and includes a ground fleet of more than 96,000 vehicles and an air fleet of more than 500 aircrafts. Prior to serving as chief operating officer, Abney was president of UPS International. Earlier in his career, he served as President of SonicAir, a same-day delivery service. Abney serves on the board of Catalyst, an organization working to accelerate and advance women, including women of color, into senior leadership and board positions, and was elected as the 2019 Chairman of the Metro Atlanta Chamber of Commerce. He holds a bachelor's degree in business administration from Delta State University.

About Macy's, Inc.

Macy's, Inc. is one of the nation's premier retailers. With fiscal 2017 sales of \$24.837 billion and approximately 130,000 employees, the company operates approximately 690 department stores under the nameplates Macy's and Bloomingdale's, and more than 170 specialty stores that include Bloomingdale's The Outlet, Bluemercury, Macy's Backstage and STORY. Macy's, Inc. operates stores in 44 states, the District of Columbia, Guam and Puerto Rico, as well as macys.com, bloomingdales.com and bluemercury.com. Bloomingdale's stores in Dubai and Kuwait are operated by Al Tayer Group LLC under license agreements. Macy's, Inc. has corporate offices in Cincinnati, Ohio, and New York, New York.