

# FORM 3

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person* Spring Antony		2. Date of Event Requiring Statement (Month/Day/Year) 08/27/2021		3. Issuer Name <b>and</b> Ticker or Trading Symbol Macy's, Inc. [M]	
(Last) (First) (Middle) C/O MACY'S, INC., 151 WEST 34TH STREET				4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EVP-Macy's/CEO-Bloomindale's	
(Street) NEW YORK, NY 10001				5. If Amendment, Date Original Filed(Month/Day/Year)	
(City) (State) (Zip)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			

#### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	60,477.1058	D	

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

SEC 1473 (7-02)

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#### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Options to Purchased Common Stock	(1)	03/23/2022	Common Stock	24,549	\$ 39.84	D	
Options to Purchased Common Stock	(2)	03/19/2023	Common Stock	24,691	\$ 41.67	D	
Options to Purchased Common Stock	(3)	03/28/2024	Common Stock	23,597	\$ 58.92	D	
Options to Purchased Common Stock	(4)	03/27/2025	Common Stock	23,099	\$ 63.65	D	
Options to Purchased Common Stock	(5)	03/23/2026	Common Stock	38,961	\$ 43.42	D	
Options to Purchased Common Stock	(6)	03/24/2027	Common Stock	73,282	\$ 28.17	D	
Options to Purchased Common Stock	(7)	03/23/2028	Common Stock	43,272	\$ 27.21	D	
Options to Purchased Common Stock	(8)	03/21/2029	Common Stock	55,058	\$ 24.03	D	
Restricted Stock Units		03/23/2022	Common Stock	2,600	\$ (9)	D	
Restricted Stock Units	(10)	(10)	Common Stock	5,888	\$ (9)	D	
Restricted Stock Units	(11)	(11)	Common Stock	112,047	\$ (9)	D	
Restricted Stock Units	(12)	(12)	Common Stock	48,691	\$ (9)	D	
Phantom Stock Units	(13)	(13)	Common Stock	17,894	\$ (9)	D	

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Spring Antony C/O MACY'S, INC. 151 WEST 34TH STREET NEW YORK, NY 10001			EVP-Macy's/CEO-Bloomindale's	

## Signatures

/s/Steven R. Watts, as attorney-in-fact for Antony Spring pursuant to a Power of Attorney		09/07/2021
 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) Options became exercisable as follows: 6,137 on March 23, 2013, 6,137 on March 23, 2014, 6,137 on March 23, 2015 and 6,138 on March 23, 2016.
- (2) Options became exercisable as follows: 6,173 on March 19, 2014, 6,173 on March 19, 2015, 6,173 on March 19, 2016 and 6,172 on March 19, 2017.
- (3) Options became exercisable as follows: 5,899 on March 28, 2015, 5,899 on March 28, 2016, 5,899 on March 28, 2017 and 5,900 on March 28, 2018.
- (4) Options became exercisable as follows: 5,775 on March 27, 2016, 5,775 on March 27, 2017, 5,775 on March 27, 2018 and 5,774 on March 27, 2019.
- (5) Options became exercisable as follows: 9,740 on March 23, 2017, 9,740 on March 23, 2018, 9,740 on March 23, 2019 and 9,741 on March 23, 2020.
- (6) Options became exercisable as follows: 18,320 on March 24, 2018, 18,321 on March 24, 2019, 18,320 on March 24, 2020 and 18,321 on March 24, 2021.
- (7) Options became/become exercisable as follows: 10,818 on March 23, 2019, 10,818 on March 23, 2020, 10,818 on March 23, 2021 and 10,818 on March 23, 2022.
- (8) Options became/become exercisable as follows: 13,764 on March 21, 2020, 13,765 on March 21, 2021, 13,764 on March 21, 2022 and 13,765 March 21, 2023.
- (9) Each restricted/phantom stock unit represents a contingent right to receive one share of Macy's Common Stock.
- (10) The restricted stock units vest as follows: 2,944 on March 21, 2022 and 2,944 on March 21, 2023.
- (11) The restricted stock units vest as follows: 37,349 on July 9, 2022, 37,349 on July 9, 2023 and 37,349 on July 9, 2024.
- (12) The restricted stock units vest as follows: 12,172 on March 25, 2022, 12,173 on March 25, 2023, 12,173 on March 25, 2024 and 12,173 on March 25, 2025.
- (13) The phantom stock units were acquired under the Issuer's Executive Deferred Compensation Plan and are to be settled in the Issuer's Common Stock upon the reporting person's retirement.

### Remarks: Exhibit List

Exhibit 24 - Power of Attorney

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 Elisa D. Garcia, Wendy A. Beadles, Steven R. Watts 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 inclusion 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/ Antony Spring

Antony Spring

Dated: August 26, 2021