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

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### 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

(Print or Type Responses)  1. Name and Address of Reporting Person*				2. Issuer Name and Ticker or Trading Symbol						5.	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Spring Antony				Macy's, Inc.	[M]						Director	`	109	6 Ówner	
(Last) (First) (Middle) C/O MACY'S, INC., 151 WEST 34TH STREET				3. Date of Earliest Transaction (Month/Day/Year) 03/23/2022						2	X Officer (give title below) Other (specify below)  EVP-Macy's/CEO-Bloomingdale's				
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line)  Form filed by One Reporting Person  Form filed by More than One Reporting Person  uired, Disposed of, or Beneficially Owned				
NEW YORK, NY 10001 (City) (State) (Zip)															
		()	(					rivative	Securiti		•		eficially Ow	1ed	
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year)				(Instr. 8)		4. Securi (A) or D (Instr. 3,	isposed	of (D) Bo	f (D) Beneficially O Reported Trans		owing	6. Ownership Form:	7. Nature of Indirect Beneficial		
				(Month/Day/Yea		Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)		Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common	Common Stock 03/23/2022		03/23/2022			M	2	2,600 A	+ ` ′	<u>(1)</u> 64	4,987.105	1058		D	
		03/24/2022			S	٥	919 (2)	D	\$ 26.27 6 <sup>2</sup>	64,068.1058			D		
Reminder: R	Report on a se	eparate line for ea	ach class of securitie	s beneficially ow	ned di	-	Perso conta	ons who	this fo		t required	l to respor	nd unless th		1474 (9-02)
Reminder: R	Report on a se	eparate line for e		Derivative Secu	rities .	Acquir	Perso conta form	ons who lined in display	this fors s a cui	orm are not rently vali	t required d OMB co	l to respor	nd unless th		1474 (9-02)
1. Title of	2.	3. Transaction	Table II -	Derivative Secu	rities . warra 5. Nun	Acquir ants, or	Perso conta form of red, Dis ptions, of	ons who nined in display sposed o converting Exercise	this for second the se	rently vali rently vali neficially O urities)	t required d OMB co	to respondent on trol numbers of the second	nd unless that the state of the	f 10.	11. Nati
		3. Transaction	Table II -  3A. Deemed Execution Date,	Derivative Secu (e.g., puts, calls, 4. if Transaction Code ar) (Instr. 8)	rities . warra 5. Nun	Acquir ants, opmber 6 attive (tities red	Perso conta form of red, Dis ptions, of 6. Date and Exp	ons who lined in display sposed o convert	this for sea culting f, or Be ible second ble Date	rm are not rently vali neficially O urities)	t required d OMB co wned d Amount ing	to respondent on trol numbers of the second	nd unless th	f 10. Owners Form o Derivat Security Direct ( or Indir	11. Nation of Indirection of Seneric Owners (Instr. 4
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction	Table II -  3A. Deemed Execution Date, an)	Derivative Secu (e.g., puts, calls, 4. if Transaction Code ar) (Instr. 8)	warra warra 55. Nun of Deriva Securi Acquin (A) or Dispos of (D) (Instr. and 5)	Acquir ants, opmber 6 antive (titles red 3, 4,	Perso conta form of red, Dis ptions, of 6. Date and Exp	ons who nined in display sposed o converti Exercisa biration I //Day/Ye	this for se a cui f, or Be ible sect able Date ear)	rently vali neficially O urities)  7. Title and of Underly Securities	t required d OMB co wned d Amount ing	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(	f 10. Owners Form o Derivat Security Direct ( or Indir	11. Nation of Indirection of Seneric Owners (Instr. 4

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

# **Signatures**

/s/ Steven R. Watts, as attorney-in-fact for Antony Spring pursuant to a Power of Attorney	03/24/2022
**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 the equivalent of one share of the Issuer's common stock.
- (2) Represents the number of shares sold by the reporting person to cover tax withholding obligations upon the vesting of restricted shares and does not represent a discretionary transaction by the reporting person.
- The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.27 to \$26.2701, inclusive. The reporting (3) person undertakes to provide to Macy's, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to the Form 4.
- (4) On March 23, 2018, the reporting person was granted 10,400 restricted stock units vesting in four equal installments beginning on the first anniversary of the grant 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.