FORM 4

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

OMB APPROVAL
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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 Gennette J		Reporting Person	*	2. Issuer Name and Ticker or Tra Macy's, Inc. [M]				r Trad	rading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
C/O MAC	Y'S, INC.,	(First) 151 WEST 3	(Middle) 4TH STREET	3. Date of Earliest Transaction (Month/Day/Year) 03/25/2022 Chairman and CEO Chairm					low)								
NEW YO	RK, NY 10	(Street) 0001		4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable X_Form filed by One Reporting Person Form filed by More than One Reporting Person						Line)							
(City)		(State)	(Zip)				Ta	able I - N	lon-D	erivativ	e Securit	ies Acquire	ed, Disposed	of, or Bend	eficially Ow	ned	
1.Title of Sec (Instr. 3)	curity		2. Transaction Date (Month/Day/Year)		tion D	ate, i	f C	. Transac Code Instr. 8)	tion	(A) or l	rities Acq Disposed (3, 4 and 5)	of (D)	Transaction(s) Form:		Ownership	7. Nature of Indirect Beneficial Ownership	
				(Mont	п/Дау	/ Y ear	r)	Code	V	Amour	(A) or (D)	Price	Instr. 3 and 4	or Inc (I)		or Indirect	(Instr. 4)
Common S	Stock		03/25/2022					M		55,15	8 A	1) 3	378,523			D	
Common S	Stock		03/28/2022					S		31,44°	D	3 25.4042 3)	347,076			D	
Common S	Stock											4	1,446.91 ⁽⁴	1)	I		By 401(k) Plan
Reminder: Ro	eport on a sep	parate line for eac	th class of securities Table II -					•	Pers cont form	ons wl ained i displa	in this fo	rm are no	collection t required id OMB co	to respond	d unless th		1474 (9-02)
	1_	1		(e.g., p		alls,	war	rants, or	tions	, conve	rtible secu	rities)		l	l		1
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Ye	3A. Deemed Execution Date, ar) (Month/Day/Ye	Cod	de	on 0: S A 0: 0: (I	f De lecur cqu r Di f (D	rities nired (A) isposed 0) r. 3, 4,	and E	te Exerc Expiration tth/Day/	n Date	of Underl Securities (Instr. 3 a	ies Security (Instr. 5) Securities Beneficial Owned Following Reported Transaction		Ownership Form of Derivative Security: Direct (D) or Indirect s) (I)		
				Co	ode	V (2	A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 4)	(Instr. 4)	1)	

Reporting Owners

D (1 0 N /		R	elationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Gennette Jeffrey C/O MACY'S, INC. 151 WEST 34TH STREET NEW YORK, NY 10001	X		Chairman and CEO	

Signatures

/s/ Steven R. Watts, as attorney-in-fact for Jeffrey Gennette pursuant to a Power of	Attorney 03/28/2022	/s/ Steven R. Watts, as attorney-in-fact for Jeffrey Gennette pursuant to a Power of Attorney
Signature of Reporting Person	Date	**Signature of Reporting Person

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 \$25.285 to \$25.51, inclusive. The reporting person (3) 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) 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 March 25, 2022 by \$26.19, the stock price on such date.
- (5) On March 25, 2021, the reporting person was granted 220,632 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.