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

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longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

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

	1. Name and Address of Reporting Person * Hale Leslie D.					2. Issuer Name and Ticker or Trading Symbol Macy's, Inc. [M]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
S, INC.,	(First) 151 WEST 34		3. Date of Earliest Transaction (Month/Day/Year) 05/20/2022						Officer (gi	ve title below)	Otl	ner (specify below	w)				
(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						
, IN I 10	(State)	(Zip)			Table	1 - N	Non-Deriv	vative	Securitie	es Acquired	nired Disposed of or Beneficially Owned						
Citle of Security 2. Transaction Date		Date	ny any		3. Transa Code (Instr. 8)		action 4	4. Securities Acc (A) or Disposed (Instr. 3, 4 and 5		5. Amount of Owned Follo Transaction(s (Instr. 3 and 4		f Securities Beneficially owing Reported s)		6. Ownership of Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership Instr. 4)		
rt on a sep	arate line for eacl	Table II -	Derivative	Securi	ties A	cquii	Person contair form di	ns who ned in isplay	n this for ys a curr of, or Ben	m are not ently valid	required d OMB co	to respon	d unless th		474 (9-02)		
nversion	Date Execution Date (Month/Day/Year) any	Execution Date, any	e, if Transaction Code (ear) (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		Date	of Underlyi Securities	ing		Derivative Securities Beneficially Owned Following Reported	Ownersl Form of Derivati Security Direct (I or Indirects)	Beneficial Ownership (Instr. 4)		
			Code	v	(A)		Date Exercisal			Title	Amount or Number of Shares						
(1)	05/20/2022		A	8	,810		(2)		<u>(2)</u>	Common Stock	8,810	\$ 0	8,810	D			
r	nversion Exercise ce of rivative curity	(Street) NY 10001 (State) y It on a separate line for each of the separate line for each of t	S, INC., 151 WEST 34TH STREET (Street) NY 10001 (State) Z. Transaction Date (Month/Day/Year) Table II - (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3A. Deemed Exercise (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(Street) (Street) (Street) (Street) 4. If Amend 5. NY 10001 (State) 2. Transaction Date (Month/Day/Year) Table II - Derivative (e.g., puts, or limit) Exercise (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Date (instr. 8) Code (Instr. 8)	(Street) (Street) (Street) (Street) 4. If Amendment, (NY 10001 (State) (Zip) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securites, puts, calls, we call any (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. 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Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4, 4 and 5) (Instr. 5, 5, 7, 4 and 5) (Instr. 6, 5, 7, 4 and 5) (Instr. 7, 8, 8, 8, 8, 1) (Instr. 8, 2) (Instr. 8, 2) (Instr. 8, 3, 4, and 5) (Instr. 8, 2) (Instr. 8, 3, 4, and 5) (Instr. 8, 2) (Instr. 8, 3, 4, and 5) (Instr. 8, 2) (Instr. 8, 3, 4, and 5) (Instr. 8, 2) (Instr. 8, 3, 4, and 5) (Instr. 8, 3, 4,	(Street) (Street) (Street) (Street) (Street) (A. If Amendment, Date Original Filed(Month/Day/Year) (State) (Street) (A. If Amendment, Date Original Filed(Month/Day/Year) (State) (State) (State) (Street) (A. If Amendment, Date Original Filed(Month/Day/Year) (State) (Street) (Street) (Street) (Street) (Street) (A. If Amendment, Date Original Filed(Month/Day/Year) (A. 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Number (Code (Instr. 3) (A) or Disposed of (D) (Instr. 3, 4, and 5) (Instr. 3) Title and Amount or Number (Instr. 3) Amount of Outperlying Securities (Instr. 3) Amount of Outperlying Secur	(Street) (Street) (Street) (A If Amendment, Date Original Filed(Month/Day/Year) (State) (State) (A) If Amendment, Date Original Filed(Month/Day/Year) (State) (State) (A) If Amendment, Date Original Filed(Month/Day/Year) (State) (State) (State) (A) If Amendment, Date Original Filed(Month/Day/Year) (State) (State) (State) (State) (A) If Amendment, Date Original Filed(Month/Day/Year) (State) (State) (State) (State) (A) If Amendment, Date Original Filed(Month/Day/Year) (A) If Amendment, Date Original Filed(Month/Day/Year) (A) If Amendment, Date Original Filed(Month/Day/Year) (Code (Code (Instr. 8)) (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr. 5) (Instr. 5)	(State) (State) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) 7. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned From filed by More than One Reporting Person From filed by More than One Reported Transaction (Instr. 3, 4 and 5) To Amount of Securities Acquired (A) or Price I Instrument In	(State) (State) (State) (State) (Zap) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, if or winative corrective (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Reg., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Reg., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Reg., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Reg., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Ronth/Day/Year) (Ronth/Day/Year) (Ronth/Day/Year) Amount of Securities Beneficially Owned (Instr. 3) SEC 1 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Ronth/Day/Year) (Ronth/Day/Year) Amount or Securities Beneficially Owned (Ronth/Day/Year) (Ronth/Day/Year) Amount or Securities Beneficially Owned (Instr. 3) (Ronth/Day/Year) Amount or Securities Beneficially Owned (Ronth/Day/Year) (Ronth/Day/Year) Amount or Securities Beneficially Owned (Ronth/Day/Year) (Ronth/Day/Year) (Ronth/Day/Year) Amount or Securities Beneficially Owned (Ronth/Day/Year) (Ronth/Day/Year) (Ronth/Day/Year) Amount or Securities Beneficially Owned (Ronth/Day/Year) (Ronth/Day/Year) (Ronth/Day/Year) Amount or Securit		

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Hale Leslie D. C/O MACY'S, INC. 151 WEST 34TH STREET NEW YORK, NY 10001	X					

Signatures

/s/ Steven R. Watts, as attorney-in-fact for Leslie D. Hale pursuant to a Power of Attorney	05/24/2022
^{**} 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) The restricted stock units vest on the earlier of one year from the grant date or the date of the Issuer's next annual meeting of shareholders. The vested shares will be automatically deferred and delivered to the reporting person six months after the reporting person's service on the Issuer's Board of Directors ends.

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.