

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: August 31, 1999

FEDERATED DEPARTMENT STORES, INC.

151 West 34th St., New York, New York 10001
(212) 494-1602

-and-

7 West Seventh Street, Cincinnati, Ohio 45202
(513) 579-7000

Delaware 1-13536 13-3324058
(State of Incorporation) (Commission File No.) (IRS Id. No.)

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Item 5. Other Events

This Current Report on Form 8-K is being filed with the Securities and Exchange Commission by Federated Department Stores, Inc. ("Federated") for the purpose of filing, as exhibits hereto, the Unaudited Consolidated Balance Sheets of Federated as of July 31, 1999, January 30, 1999 and August 1, 1998 and the Unaudited Consolidated Statements of Cash Flows for the 26 weeks ended July 31, 1999 and August 1, 1998, which are concurrently being posted on Federated's website at www.federated-fds.com. The Unaudited Consolidated Balance Sheets and Unaudited Consolidated Statements of Cash Flows filed herewith should be read in conjunction with the consolidated financial statements, the notes thereto and the other information contained in Federated's Annual Report on Form 10-K for the fiscal year ended January 30, 1999. Because of the seasonal nature of the department store business, the cash flows for the 26 weeks ended July 31, 1999 and August 1, 1998 (which do not include the Christmas season) are not indicative of the cash flows for the entire fiscal year.

Item 7. Financial Statements, Pro Forma Financial
Information and Exhibits.

The following exhibits are filed herewith:

- 99.1 Unaudited Consolidated Balance Sheets of Federated as of July 31, 1999, January 30, 1999 and August 1, 1998.
- 99.2 Unaudited Consolidated Statements of Cash Flows of Federated for the 26 weeks ended July 31, 1999 and August 1, 1998.

FEDERATED DEPARTMENT STORES, INC.

SIGNATURES

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.

FEDERATED DEPARTMENT STORES, INC.

Date August 31, 1999 /s/ Dennis J. Broderick
Dennis J. Broderick
Senior Vice President, General Counsel
and Secretary

EXHIBIT INDEX

Exhibit
Number

- 99.1 Unaudited Consolidated Balance Sheets of
Federated as of July 31, 1999, January 30, 1999
and August 1, 1998
- 99.2 Unaudited Consolidated Statements of Cash Flows of
Federated for the 26 weeks ended July 31, 1999
and August 1, 1998

Exhibit 99.1
FEDERATED DEPARTMENT STORES, INC.

Consolidated Balance Sheets
(Unaudited)

(millions)

	July 31, 1999	January 30, 1999	August 1, 1998
ASSETS:			
Current Assets:			
Cash	\$ 357	\$ 307	\$ 281
Accounts receivable	3,512	2,209	2,111
Merchandise inventories	3,635	3,259	3,361
Supplies and prepaid expenses	221	117	118
Deferred income tax assets	142	80	105
Total Current Assets	7,867	5,972	5,976
Property and Equipment - net	6,689	6,572	6,381
Intangible Assets - net	1,807	631	677
Other Assets	516	289	317
Total Assets	\$16,879	\$13,464	\$13,351
LIABILITIES AND SHAREHOLDERS' EQUITY:			
Current Liabilities:			
Short-term debt	\$ 1,402	\$ 524	\$ 34
Accounts payable and accrued liabilities	2,905	2,446	2,517
Income taxes	46	98	67
Total Current Liabilities	4,353	3,068	2,618
Long-Term Debt	4,704	3,057	3,890
Deferred Income Taxes	1,240	1,060	977
Other Liabilities	586	570	557
Shareholders' Equity	5,996	5,709	5,309
Total Liabilities and Shareholders' Equity	\$16,879	\$13,464	\$13,351

Exhibit 99.2
FEDERATED DEPARTMENT STORES, INC.

Consolidated Statements of Cash Flows
(Unaudited)

(millions)

	26 Weeks Ended July 31, 1999	26 Weeks Ended August 1, 1998
Cash flows from operating activities:		
Net income	\$ 224	\$ 167
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	324	298
Amortization of intangible assets	36	13
Amortization of financing costs	3	4
Amortization of unearned restricted stock	-	1
Changes in assets and liabilities:		
Decrease in accounts receivable	178	331
Increase in merchandise inventories	(211)	(122)
Increase in supplies and prepaid expenses	(19)	(3)
(Increase) decrease in other assets not separately identified	(20)	4
Increase in accounts payable and accrued liabilities not separately identified	30	45
Decrease in current income taxes	(52)	(21)
Increase (decrease) in deferred income taxes	1	(9)
Decrease in other liabilities not separately identified	(7)	(8)
Net cash provided by operating activities	487	700
Cash flows from investing activities:		
Acquisition of Fingerhut Companies, Inc., net of cash acquired	(1,539)	-
Purchase of property and equipment	(241)	(189)
Capitalized software	(21)	-
Investments in affiliated companies	(49)	-
Disposition of property and equipment	23	22
Decrease in notes receivable	-	200
Net cash provided (used) by investing activities	(1,827)	33
Cash flows from financing activities:		
Debt issued	1,299	300
Financing costs	(10)	(7)
Debt repaid	(31)	(851)
Increase in outstanding checks	81	79
Acquisition of treasury stock	-	(154)
Issuance of common stock	51	39
Net cash provided (used) by financing activities	1,390	(594)

(Continued)

FEDERATED DEPARTMENT STORES, INC.

Consolidated Statements of Cash Flows
(Unaudited)

(millions)

	26 Weeks Ended July 31, 1999	26 Weeks Ended August 1, 1998
Net increase in cash	\$ 50	\$ 139
Cash at beginning of period	307	142
Cash at end of period	\$ 357	\$ 281

Supplemental cash flow information:

Interest paid	\$ 144	\$ 147	
Interest received	4	11	
Income taxes paid (net of refunds received)	194		150
Schedule of non cash investing and financing activities:			
Debt assumed in acquisition	125	-	
Equity issued in acquisition	12	-	
Consolidation of net assets and debt of previously unconsolidated subsidiary	1,132	-	