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

SCHEDULE 13G

Under the Securities exchange Act of 1934

(AMENDMENT NO.4)\*

FEDERATED DEPT STORES INC DE

(NAME OF ISSUER)

COM

(TITLE OF CLASS OF SECURITIES)

\_\_\_\_\_

31410H101

(CUSIP NUMBER)

May 31, 2003

(Date of event which requires filing of this Statement)

\_\_\_\_\_

NOTE: A MAJORITY OF THE SHARES REPORTED IN THIS SCHEDULE 13G ARE HELD BY UNAFFILIATED THIRD-PARTY CLIENT ACCOUNTS MANAGED BY ALLIANCE CAPITAL MANAGEMENT L.P., AS INVESTMENT ADVISER. (ALLIANCE CAPITAL MANAGEMENT L.P. IS A MAJORITY-OWNED SUBSIDIARY OF AXA FINANCIAL, INC.)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

X Rule 13d-1(b) Rule 13d-1(c) Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be 'filed' for the purpose of Section 18 of the Securities Exchange Act of 1934 ('Act') or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

## (CONTINUED ON FOLLOWING PAGE(S))

CUSIP NO. 31410H101

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# 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

AXA Assurances I.A.R.D. Mutuelle

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \* (A) [X] (B) [ ]

France		
NUMBER OF SHARES 5. SOLE VOTING POWER 10,696,825 BENEFICIALLY		
OWNED AS OF 6. SHARED VOTING POWER 1,628,437 May 31, 2003		
BY EACH 7. SOLE DISPOSITIVE POWER 17,714,769 REPORTING		
PERSON WITH: 8. SHARED DISPOSITIVE POWER 1,140,200		
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH18,854,969REPORTING PERSON(Not to be construed as an admission of beneficial ownership)		
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *		
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 10.1%		
12. TYPE OF REPORTING PERSON * IC		
* SEE INSTRUCTIONS BEFORE FILLING OUT!		
CUSIP NO. 31410H101 13G Page 3 of 12 Pages		
1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON		
AXA Assurances Vie Mutuelle		
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP * (A) [X] (B) [ ]		
3. SEC USE ONLY		
4. CITIZENSHIP OR PLACE OF ORGANIZATION France		
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OWNED AS OF 6. SHARED VOTING POWER 1,628,437 May 31, 2003		
BY EACH 7. SOLE DISPOSITIVE POWER 17,714,769 REPORTING		
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12. TYPE OF REPORTING PERSON * IC		
* SEE INSTRUCTIONS BEFORE FILLING OUT!		
CUSIP NO. 31410H101 13G Page 4 of 12 Pages		

4. CITIZENSHIP OR PLACE OF ORGANIZATION

- 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

AXA Courtage Assurance Mutuelle

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \* (A) [X] (B) [ ]

- 3. SEC USE ONLY
- 4. CITIZENSHIP OR PLACE OF ORGANIZATION France NUMBER OF SHARES 5. SOLE VOTING POWER 10.696.825 BENEFICIALLY OWNED AS OF 6. SHARED VOTING POWER 1,628,437 May 31, 2003 BY EACH 7. SOLE DISPOSITIVE POWER 17.714.769 REPORTING PERSON WITH: 8. SHARED DISPOSITIVE POWER 1,140,200 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 18,854,969 REPORTING PERSON (Not to be construed as an admission of beneficial ownership) 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \* 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 10.1% 12. TYPE OF REPORTING PERSON \* IC \* SEE INSTRUCTIONS BEFORE FILLING OUT! CUSIP NO. 31410H101 13G Page 5 of 12 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON AXA 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \* (A) [] (B) [] 3. SEC USE ONLY 4. CITIZENSHIP OR PLACE OF ORGANIZATION France NUMBER OF SHARES 5. SOLE VOTING POWER 10,696,825 BENEFICIALLY OWNED AS OF 6. SHARED VOTING POWER 1,628,437 May 31, 2003 7. SOLE DISPOSITIVE POWER 17,714,769 BY EACH REPORTING PERSON WITH: 8. SHARED DISPOSITIVE POWER 1,140,200 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 18,854,969 REPORTING PERSON (Not to be construed as an admission of beneficial ownership) 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \* 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 10.1% 12. TYPE OF REPORTING PERSON \* IC
  - \* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 31410H101	13G	Page 6 of 12 Pages	
1. NAME OF REPORTING S.S. OR I.R.S. IDENTIF		PF ABOVE PERSON	
AXA Financial, Inc.	13-3623351		
2. CHECK THE APPROPI	RIATE BOX IF A (B) [	A MEMBER OF A GROUP * ]	* (A)[]
3. SEC USE ONLY			
4. CITIZENSHIP OR PLA State of Delaware	CE OF ORGAN	IZATION	
NUMBER OF SHARES BENEFICIALLY OWNED AS OF	5 5. SOLE VO 5. SHARED VO	,	-
May 31, 2003	SOLE DISPOSIT		
REPORTING		SPOSITIVE POWER 0	
FERSON WITH.	. SHARED DIS	SFOSHIVE FOWER 0	
9. AGGREGATE AMOUN REPORTING PERSON (Not to be construed as a			17,511,969
·		MOUNT IN ROW (9) EXCL	UDES CERTAIN
11. PERCENT OF CLASS	REPRESENTED	BY AMOUNT IN ROW 9	9.3%
12. TYPE OF REPORTING HC	FERSON *		
* SEE INSTRUCTIONS BEFORE FILLING OUT!			
13G	Page	7 of 12 Pages	
Item 1(a) Name of Issuer: FEDERATED DEPT	STORES INC D	Е	
Item 1(b) Address of Issuer's 7 West Seventh St. Cincinnati, OH 45202	-	tive Offices:	
Item 2(a) and (b) Name of Person Filing Office:	g and Address of	Principal Business	
AXA Assurances I.A. AXA Assurances Vie 370, rue Saint Honore 75001 Paris, France	Mutuelle,	ıd	
AXA Courtage Assura 26, rue Louis le Grand 75002 Paris, France			
as a group (collectivel	y, the 'Mutuelles	AXA').	
AXA 25. avenue Matignon			

25, avenue Matignoi 75008 Paris, France

AXA Financial, Inc. 1290 Avenue of the Americas

#### (Please contact Patrick Meehan at (212) 314-5644 with any

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Item 2(c) Citizenship: Mutuelles AXA and AXA - France AXA Financial, Inc. - Delaware

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Item 2(d) Title of Class of Securities:

COM

- Item 2(e) Cusip Number: 31410H101
- Item 3. Type of Reporting Person: AXA Financial, Inc. as a parent holding company, in accordance with 240.13d-1(b)(ii)(G).

The Mutuelles AXA, as a group, acting as a parent holding company.

AXA as a parent holding company.

13G

<TABLE>

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Item 4. Ownership as of May 31, 2003 (a) Amount Beneficially Owned: 18,854,969 shares of common stock beneficially owned including:

<CAPTION>

	No. of Shares		
<s></s>	<c></c>	<c></c>	
The Mutuelles AXA, as a grou	р		
AXA		0	

AXA

AXA Entity or Entities

Common Stock acquired solely for investment purpo	oses:
AXA Investment Managers UK Ltd	202,800
AXA Rosenberg Investment Management LLC	1,140,200

AXA Financial, Inc.

0

0

Subsidiaries:

Alliance Capital Management L.P. acquired solely for investment purposes on behalf of client discretionary investment advisory accounts:

Common Stock 17,502,269

17,502,269 The Equitable Life Assurance Society of the United States

acquired solely for investment purposes:

Common Stock	9,700 9,700
Total	18,854,969

Each of the Mutuelles AXA, as a group, and AXA expressly declares that the filing of this Schedule 13G shall not be construed as an admission that it is, for purposes of Section 13(d) of the Exchange Act, the beneficial owner of any securities covered by this Schedule 13G.

Each of the above subsidiaries of AXA Financial, Inc. operates under independent management and makes independent decisions.  $<\!\!S\!\!> \qquad <\!\!C\!\!>$ 

	-
(b) Percent of Class:	10.1%

</TABLE>

<TABLE> ITEM 4. Ownership as of May 31, 2003 (CONT.) (c) Deemed Voting Power and Disposition Power: <CAPTION> (i) (ii) (iii) (iv) Deemed Deemed Deemed Deemed to have to have to have to have Sole Power Shared Power Sole Power Shared Power to Vote to Vote to Dispose to Dispose or to or to or to or to Direct Direct Direct the Direct the Disposition Disposition the Vote the Vote ----- ---------- ------<S> <C> <C> <C> <C> The Mutuelles AXA, as a group 0 0 0 0 0 0 AXA 0 0 AXA Entity or Entities: 202,800 202,800 AXA Investment 0 0 Managers UK Ltd AXA Rosenberg 882,800 0 0 1,140,200 Investment Management LLC AXA Financial, Inc. 0 0 0 0 Subsidiaries: - -----9,611,225 1,628,437 17,502,269 0 Alliance Capital Management L.P. The Equitable Life 0 9,700 0 0 Assurance Society of the United 10,696,825 1,628,437 17,714,769 1,140,200 \_ \_\_\_\_

Each of the above subsidiaries of AXA Financial, Inc. operates under independent management and makes independent voting and investment decisions. </TABLE>

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Pages Item 5. Ownership of Five Percent or Less of a Class: If this statement is being filed to report the fact that as of the ()

Item 6. Ownership of More than Five Percent on behalf of Another Person. N/A

Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reporting on by the Parent Holding Company:

This Schedule 13G is being filed by AXA Financial, Inc.; AXA, which owns AXA Financial, Inc.; and the Mutuelles AXA, which as a group control AXA:

- (X) in the Mutuelles AXAs' capacity, as a group, acting as a parent holding company with respect to the holdings of the following AXA entity or entities:
- (X) in AXA's capacity as a parent holding company with respect to the holdings of the following AXA entity or entities:

AXA Investment Managers UK Ltd

AXA Rosenberg Investment Management LLC

- (X) in AXA Financial, Inc.'s capacity as a parent holding company with respect to the holdings of the following subsidiaries:
- (X) Alliance Capital Management L.P. (13-3434400), an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.
- (X) The Equitable Life Assurance Society of the United States (13-5570651), an insurance company and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

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Item 8. Identification and Classification of Members of the Group. N/A

Item 9. Notice of Dissolution of Group: N/A

Item 10. Certification:

By signing below I certify that to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

#### Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 6, 2003

AXA FINANCIAL, INC.\*

/s/ Alvin H. Fenichel

Alvin H. Fenichel Senior Vice President and Controller

\*Pursuant to the Joint Filing Agreement with respect to Schedule 13G attached hereto as Exhibit I, among AXA Financial, Inc., AXA Assurances, I.A.R.D Mutuelle, AXA Assurances Vie Mutuelle, AXA Courtage Assurance Mutuelle, and AXA, this statement Schedule 13G is filed on behalf of each of them.

## EXHIBIT I

# JOINT FILING AGREEMENT

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Each of the undersigned hereby agrees that the Schedule 13G filed herewith is filed jointly, pursuant to Rule 13d-1(f)(1) of the Securities Exchange Act of 1934, as amended on behalf of each of them.

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Dated: June 6, 2003

AXA Financial, Inc.

BY: /s/ Alvin H. Fenichel

Alvin H. Fenichel Senior Vice President and Controller

AXA Assurances I.A.R.D. Mutuelle; AXA Assurances Vie Mutuelle; AXA Courtage Assurance Mutuelle, as a group, and AXA

Signed on behalf of each of the above entities

BY: /s/ Alvin H. Fenichel

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Alvin H. Fenichel Attorney-in-Fact (Executed pursuant to Powers of Attorney)