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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. 1)***

Macy's, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

55616P104

(CUSIP Number)

September 30, 2024

(Date of Event which Requires Filing of this Statement)

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

- ☒ Rule 13d-1(b)
☐ Rule 13d-1(c)
☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a 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 (the "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).

1	NAMES OF REPORTING PERSONS Nomura Holdings, Inc.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION Japan		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0	
	6	SHARED VOTING POWER 342,400 (1)	
	7	SOLE DISPOSITIVE POWER 0	
	8	SHARED DISPOSITIVE POWER 342,400 (1)	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 342,400		
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/> Not applicable		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1% (2)		
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) HC		

(1) Represents 342,400 shares of Common Stock underlying call options owned by Nomura Securities International, Inc. (“NSI”) that are exercisable within 60 days. NSI is a wholly owned subsidiary of Nomura Holdings, Inc., which accordingly may be deemed to beneficially own the shares of Common Stock beneficially owned by NSI.

(2) The percent of class is calculated based on 277,373,416 shares of Common Stock outstanding as of August 3, 2024, as reported in the Issuer’s quarterly report on Form 10-Q for the fiscal quarter ended August 3, 2024 filed with the SEC on September 4, 2024.

1	NAMES OF REPORTING PERSONS Nomura Securities International, Inc.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION New York		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0	
	6	SHARED VOTING POWER 342,400 (3)	
	7	SOLE DISPOSITIVE POWER 0	
	8	SHARED DISPOSITIVE POWER 342,400 (3)	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 342,400		
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/> Not applicable		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1% (4)		
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) BD		

(3) Represents 342,400 shares of Common Stock underlying call options that are exercisable within 60 days.

(4) The percent of class is calculated based on 277,373,416 shares of Common Stock outstanding as of August 3, 2024, as reported in the Issuer’s quarterly report on Form 10-Q for the fiscal quarter ended August 3, 2024 filed with the SEC on September 4, 2024.

Item 1. (a) Name of Issuer:

Macy's, Inc. (the "Issuer")

(b) Address of Issuer's Principal Executive Offices:151 West 34th Street
New York, NY 10001**Item 2.** (a) Name of Person(s) Filing:Nomura Holdings, Inc.
Nomura Securities International, Inc.(b) Address of Principal Business Office or, if none, Residence:Nomura Holdings, Inc.
13-1, Nihonbashi 1-chome, Chuo-ku, Tokyo 103-8645, JapanNomura Securities International, Inc.
Worldwide Plaza
309 West 49th Street
New York, NY 10019(c) Citizenship:Nomura Holdings, Inc.
JapanNomura Securities International, Inc.
New York(d) Title of Class of Securities:

Common Stock, par value \$0.01 per share ("Common Stock")

(e) CUSIP Number:

55616P104

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☒ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) ☐ An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) ☒ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);
- (k) ☐ Group, in accordance with § 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution: _____
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Item 4. Ownership.

Items 5-11 of the cover pages are incorporated by reference.

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 date hereof the reporting persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following ☒.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

See Exhibit B

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group.

Not applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

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

EXECUTED as a sealed instrument this 14th day of November, 2024.

Nomura Holdings, Inc.

/s/ Samir Patel

Name: Samir Patel
Title: Managing Director

Nomura Securities International, Inc.

/s/ Fernando Del Puerto

Name: Fernando Del Puerto
Title: Managing Director

Index to Exhibits

Exhibit	Exhibit
A	Joint Filing Agreement
B	Subsidiaries

EXHIBIT A**JOINT FILING AGREEMENT**

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, the persons or entities named below agree to the joint filing on behalf of each of them of this Schedule 13G with respect to the Securities of the Issuer and further agree that this Joint Filing Agreement be included as an exhibit to this Schedule 13G. In evidence thereof, the undersigned hereby execute this Joint Filing Agreement as of November 14, 2024.

Nomura Holdings, Inc.

/s/ Samir Patel

Name: Samir Patel

Title: Managing Director

Nomura Securities International, Inc.

/s/ Fernando Del Puerto

Name: Fernando Del Puerto

Title: Managing Director

EXHIBIT B

SUBSIDIARIES

Nomura Securities International, Inc. is a wholly owned subsidiary of Nomura Holdings, Inc.
