## Edgar Filing: Macy's, Inc. - Form 4

Macy's, Inc Form 4	2.								
April 02, 20	010								
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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549							N OMB Number:	3235-0287	
if no lo subject Section Form 4 Form 5 obligati may co	to 16. or Filed put ions Section 17/	rsuant to Sect (a) of the Publ	ties Excha	WNERSHIP OI nge Act of 1934, of 1935 or Secti 940	Estimated burden hou response	urs per			
1(b).									
(Print or Type	e Responses)								
1. Name and Address of Reporting Person <u>*</u> NEUBAUER JOSEPH			2. Issuer Name <b>and</b> Ticker or Trading Symbol Macy's, Inc. [M]			5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (		Date of Earliest T			(Check all applicable)			
(Month/I			onth/Day/Year) /31/2010	nth/Day/Year)X			Director 10% Owner Officer (give title Other (specify below)		
			f Amendment, Da ed(Month/Day/Year	Month/Day/Year) A			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>		
PHILADE	LPHIA, PA 1910	7				Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	Code	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Re	eport on a separate line	e for each class o	of securities benef	ficially ow	ned directly of	or indirectly.			
						spond to the colle tained in this form		SEC 1474 (9-02)	

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	ionNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	s I				(Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	03/31/2010	А	1	(2)	(2)	Common Stock	1	\$ 19.74 ( <u>3)</u>

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh	ips			
1	Director	10% Owner	Officer	Other		
NEUBAUER JOSEPH 1101 MARKET STREET 31ST FLOOR PHILADELPHIA, PA 19107	Х					
Signatures						
/s/ Linda J. Balicki, as attorney-in-fact for Joseph Neubauer pursuant to a Power of 04/02/2010						

\*\*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) 1-for-1 conversion.
- (2) Units are to be settled in Common Stock upon the reporting person's termination from the Board of Directors.

(3) The price noted is the average of the value of the stock units granted each month during the quarter for which this report is filed.

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.

Date