### Edgar Filing: Gennette Jeffrey - Form 4

Gennette Je Form 4 March 05, 2	•									
FORM	ЛД							OMB AF	PROVAL	
	UNITEDSI		JRITIES A ashington			NGE C	OMMISSION	OMB Number:	3235-0287	
Check the check	nger							Expires:	January 31,	
Statement of charger     Statement of charger     Statement of charger     Statement of charger       subject to     Section 16.     Securities     Estimated average									•	
(Print or Type	Responses)									
Gennette Jeffrey Symbol				l Ticker or	Tradin	0	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Mid	•	's, Inc. [M]	ransaction			(Check all applicable)			
C/O MACY SEVENTH	Date of Earliest Transaction onth/Day/Year) /01/2012				Director 10% Owner X Officer (give title Other (specify below) below) Chief Merchandising Officer					
	nendment, D Ionth/Day/Yea	Day/Year) Applicable I _X_ Form fi			Applicable Line) _X_ Form filed by O	r Joint/Group Filing(Check ) by One Reporting Person by More than One Reporting				
CINCINNA	ATI, OH 45202						Person		porting	
(City)	(State) (Zi	p) <b>T</b> a	ble I - Non-l	Derivative	Securi	ties Acqu	iired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	a	A. Deemed Execution Date, i ny Month/Day/Yea	Code	4. Securit on(A) or Dis (Instr. 3, 4	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Transaction(s)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	03/01/2012		Code V S	Amount 5,539	or	Price \$ 38.46		D		
	03/01/2012 03/01/2012				or (D)	\$	(Instr. 3 and 4)	D D		
Stock Common			S	5,539	or (D) D	\$ 38.46 \$	(Instr. 3 and 4) 71,290			
Stock Common Stock Common	03/01/2012		S S	5,539 761	or (D) D	\$ 38.46 \$ 38.44 \$	(Instr. 3 and 4) 71,290 70,529	D		

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Common Stock	03/01/2012	S	3,702	D	\$ 38.39	51,917	D	
Common Stock	03/01/2012	S	5,300	D	\$ 38.37	46,617	D	
Common Stock	03/01/2012	S	4,900	D	\$ 38.36	41,717	D	
Common Stock	03/01/2012	S	1,700	D	\$ 38.35	40,017	D	
Common Stock	03/01/2012	S	1,800	D	\$ 38.34	38,217	D	
Common Stock	03/01/2012	S	38,217	D	\$ 38.33	0	D	
Common Stock						551 <u>(1)</u>	I	By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	2				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						<sup>×</sup>
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Excicisable	Dute		of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
Gennette Jeffrey			Chief Merchandising Officer					
C/O MACY'S, INC.								
7 WEST SEVENTH STREET								

**Reporting Owners** 

#### CINCINNATI, OH 45202

### **Signatures**

/s/ Linda J. Balicki, as attorney-in-fact for Jeffrey Gennette pursuant to a Power of	03/05/2012
Attorney	03/03/2012

\*\*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) Reflects the reporting person's interest in Macy's stock under the Issuer's 401(k) plan, derived by dividing the value of the undivided interest of the reporting person in the applicable investment fund as of March 2, 2012 by \$38.31, the stock price of such date.

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