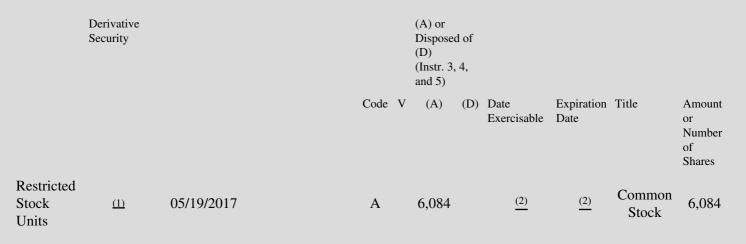
Edgar Filing: Macy's, Inc. - Form 4

Macy's, Inc. Form 4 May 23, 201	7									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								PPROVAL 3235-0287		
Check th if no lon subject t Section Form 4 o Form 5 obligation may con See Instr 1(b).	ger o 16. or Filed pur tinue.	rsuant to S (a) of the I	F CHAN Section (Public U	NGES IN SECUI 16(a) of th Jtility Hol	BENEF RITIES ne Securi ding Con	TCIAL O	WNERSHIP OF nge Act of 1934, of 1935 or Secti 1940	Expires: Estimated burden hou response	urs per	
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> ROCHE JOYCE M			2. Issuer Name and Ticker or Trading Symbol Macy's, Inc. [M]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 2 FLOWING WELLS LANE			3. Date of Earliest Transaction (Month/Day/Year) 05/19/2017				(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below)			
SAVANNA	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	ole 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. Deem Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, Amount	(A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Rej	port on a separate line	e for each cl	ass of sec	urities bene	Perso inforr requi	ons who res nation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Inst



Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
ROCHE JOYCE M 2 FLOWING WELLS LANE SAVANNAH, GA 31411	Х				

Signatures

/s/ Ann Munson Steines, as attorney-in-fact for Joyce M. Roche pursuant to a Power of Attorney 05/23/2017

**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) Each restricted stock unit represents the equivalent of one share of the Issuer's common stock.

The restricted stock units vest on the earlier of one year from the grant date or the date of the Issuer's next annual meeting of shareholders.(2) The vested shares will be automatically deferred and delivered to the reporting person six months after the reporting person's service on the Issuer's Board of Directors ends.

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