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

Form 4											
October 02, 201	4										
FORM 4								-	PPROVAL		
	UNITED	STATES		RITIES A shington			E COMMISSIO	N OMB Number:	3235-0287		
Check this bo if no longer				Expires:	January 31, 2005						
subject to STATEMENT OF CHANGES IN BENEFICIAL Section 16. SECURITIES								Estimated burden hou response	average Irs per		
obligations may continue <i>See</i> Instructio 1(b).	Section 17	(a) of the l	Public U	tility Ho	ding Cor		nge Act of 1934, of 1935 or Secti 940				
(Print or Type Resp	onses)										
1. Name and Addree BOLLENBACI	Symbol	er Name <b>an</b> , Inc. [M]		Trading	5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First) (	Middle)	3. Date of	of Earliest T	ransaction		(Check all applicable)				
C/O TIME WARNER INC., ONE TIME WARNER CENTER			(Month/Day/Year) 09/30/2014				Officer (give titleOther (specify below) below)				
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				ıl	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person					
NEW YORK, N	NY 10019						Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	ransaction Date nth/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securit mAcquired Disposed (Instr. 3, 4)	(A) or of (D)	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: Report of	on a separate line	e for each cl	ass of sec	urities bene	ficially ow		or indirectly				
reminder, report e	a u separate filk				Perso inform requir	ns who res nation cont red to resp ays a curre	spond to the collect tained in this form ond unless the fo ntly valid OMB co	n are not orm	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. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Instr. 5)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	09/30/2014		А		380		(2)	(2)	Common Stock	380	\$ 60.9 (3)

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh	nips	
	Director	10% Owner	Officer	Other
BOLLENBACH STEPHEN F C/O TIME WARNER INC. ONE TIME WARNER CENTER NEW YORK, NY 10019	Х			
Cignotures				

### Signatures

/s/ Linda J. Balicki, as attorney-in-fact for Stephen Bollenbach pursuant to a Power of Attorney					
<b>**</b> Signature of Reporting Person	Date				

# 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.