Kantor Jeffrey A
Form 3
November 06, 2017

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â Kantor Jeffrey A

(Last) (First) (Middle)

C/O MACY'S, INC.,Â 7 WEST SEVENTH STREET

(Street)

CINCINNATI,Â OHÂ 45202

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
10/27/2017

3. Issuer Name **and** Ticker or Trading Symbol
Macy's, Inc. [M]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
Chief Merchandising Officer

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	28,419	D	Â
Common Stock	6	I	By Wife
Common Stock	6,326	I	By 401(K) Plan

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership

	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Options to purchase Common Stock	Â (1)	03/21/2018	Common Stock	20,382	$ 24.85	D	Â
Options to purchase Common Stock	Â (2)	03/19/2020	Common Stock	11,212	$ 20.89	D	Â
Options to purchase Common Stock	Â (3)	03/25/2021	Common Stock	28,089	$ 23.43	D	Â
Options to purchase Common Stock	Â (4)	03/23/2022	Common Stock	24,549	$ 39.84	D	Â
Options to purchase Common Stock	Â (5)	03/19/2023	Common Stock	29,629	$ 41.67	D	Â
Options to purchase Common Stock	Â (6)	03/28/2024	Common Stock	18,877	$ 58.92	D	Â
Options to purchase Common Stock	Â (7)	03/27/2025	Common Stock	27,237	$ 63.65	D	Â
Options to purchase Common Stock	Â (8)	03/23/2026	Common Stock	45,941	$ 43.42	D	Â
Options to purchase Common Stock	Â (9)	03/24/2027	Common Stock	97,709	$ 28.17	D	Â
Restricted Stock Units	Â (10)	Â (10)	Common Stock	23,685	$ (11)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kantor Jeffrey A C/O MACY'S, INC. 7 WEST SEVENTH STREET CINCINNATI,Â OHÂ 45202	Â	Â	Â Chief Merchandising Officer	Â

Signatures

/s/ Steven R. Watts, as attorney-in-fact for Jeffrey A. Kantor pursuant to a Power of Attorney — 11/06/2017

**Signature of Reporting Person — Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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) Options became exercisable as follows: 5,096 on March 21, 2009; 5,095 on March 21, 2010; 5,096 on March 21, 2011 and 5,095 on March 21, 2012.

(2) Options became exercisable as follows: 2,803 on March 19, 2011; 2,803 on March 19, 2012; 2,803 on March 19, 2013 and 2,803 on March 19, 2014.

(3) Options became exercisable as follows: 7,023 on March 25, 2012; 7,022 on March 25, 2013; 7,022 on March 25, 2014; 7,022 on March 25, 2015.

(4) Options became exercisable as follows: 6,138 on March 23, 2013; 6,137 on March 23, 2014; 6,137 on March 23, 2015 and 6,137 on March 23, 2016.

(5) Options became exercisable as follows: 7,408 on March 19, 2014; 7,407 on March 19, 2015; 7,407 on March 19, 2016 and 7,407 on March 19, 2017.

(6) Options became exercisable as follows: 4,720 on March 28, 2015; 4,719 on March 28, 2016; 4,719 on March 28, 2017 and 4,719 on March 28, 2018.

(7) Options became exercisable as follows: 6,810 on March 27, 2016; 6,809 on March 27, 2017; 6,809 on March 27, 2018 and 6,809 on March 27, 2019.

(8) Options became exercisable as follows: 11,486 on March 23, 2017; 11,485 on March 23, 2018; 11,485 on March 23, 2019 and 11,485 on March 23, 2020.

(9) Options became exercisable as follows: 24,428 on March 24, 2018; 24,427 on March 24, 2019; 24,427 on March 24, 2020 and 24,427 on March 24, 2021.

(10) The Restricted Stock Units vest on August 25, 2020.

(11) Each restricted stock unit represents a contingent right to receive one share of Macy's Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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