

Macy's, Inc.  
Form 8-K  
October 17, 2018

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 15, 2018

MACY'S, INC.

7 West Seventh Street, Cincinnati, Ohio 45202  
(513) 579-7000

-and-

151 West 34<sup>th</sup> Street, New York, New York 10001  
(212) 494-1602

Delaware                      1-13536                      13-3324058  
(State of Incorporation) (Commission File Number) (IRS Employer Identification No.)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule

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12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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Item      Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers;  
5.02.      Compensatory Arrangements of Certain Officers.

On October 15, 2018, the Board of Directors of Macy's, Inc. ("Macy's") elected David P. Abney as an independent director, effective October 25, 2018. Mr. Abney is the Chairman and Chief Executive Officer of United Parcel Service, Inc. The Board also appointed Mr. Abney as a member of the Compensation and Management Development Committee of the Board of Directors.

Mr. Abney will participate in Macy's standard non-employee director compensation arrangements described in the proxy statement for Macy's annual meeting of shareholders held on May 18, 2018 under the caption "Further Information Concerning the Board of Directors."

Item 9.01.      Financial Statements and Exhibits.

(d)      Exhibits

99.1      Press Release of Macy's dated October 16, 2018

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MACY'S, INC.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MACY'S, INC.

Dated: October 16, 2018 By: /s/Ann Munson Steines

Name: Ann Munson Steines

Title: Senior Vice President, Deputy General Counsel and  
Assistant Secretary