Macy's, Inc. Form 8-K May 21, 2013

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: May 21, 2013

Date of Earliest Event Reported: May 17, 2013

MACY S, INC.

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

-and-

UNITED STATES 1

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151 West 34th 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))				

Item 5.07. Submission of Matters to a Vote of Security Holders.
Macy's annual meeting of shareholders was held on May 17, 2013 in Cincinnati, Ohio. The following is summary of the matters voted on at the meeting:
(1) Shareholders approved the election of ten directors for a one-year term expiring at the 2014 annual meeting of Macy's shareholders, as follows:
Nominee
For
Against
Abstain
Broker Non-Votes

Stephen F. Bollenbach

286,023,336

990,420

2,809,498

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23,460,165			
Deirdre P. Connelly			
286,710,708			
313,191			
2.700.255			
2,799,355			
23,460,165			
Meyer Feldberg			
285,572,951			
3,569,551			
680,752			
22.460.165			
23,460,165 Sara Levinson			
Sara Levinson			
281,256,741			
5,880,987			
2,685,526			
E0.DM 0.1/			

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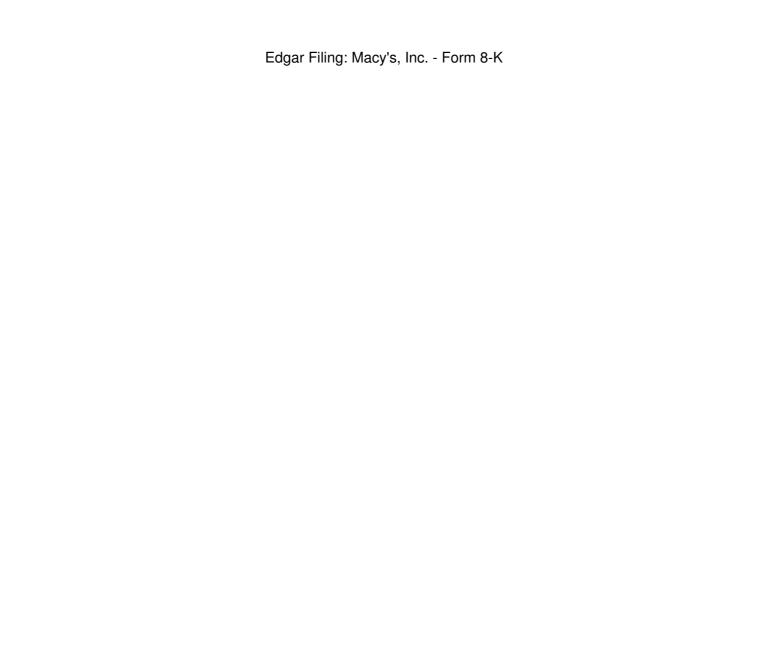
23,460,165 Terry J. Lundgren
275,051,807
12,334,443
2,437,004
23,460,165 Joseph A. Neubauer
252,548,911
34,582,621
2,691,722
23,460,165 Joyce M. Roché
283,594,599
3,422,812

Lagar Filling Mady 6, mor 1 of 11
2,805,843
23,460,165
Paul C. Varga
288,703,722
311,711
807,821
23,460,165
Craig E. Weatherup
283,622,374
3,513,713
2,687,167
23,460,165
Marna C. Whittington
Manu C. Minungton
283,453,976
3,684,049

2,685,229
23,460,165
(2) Shareholders ratified the appointment of KPMG LLP as Macy's independent registered public accounting firm for the fiscal year ending February 1, 2014, as follows:
For
Against
Abstain
Broker Non-Votes
309,417,599
2,941,721
924,099
N/A
(3) Shareholders approved the advisory vote to approve named executive officer compensation, as follows:

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For			
Against			
Abstain			
Austum			
Broker Non-Votes			
281,276,328			
5,381,442			
3,165,484			

23,460,165



SIGNATURE

MACY S, INC.

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.

SIGNATURE 9

MACY S, INC.

Dated: May 21, 2013

By: /s/ Dennis J. Broderick

Name: Dennis J. Broderick

Title: Executive Vice President, General Counsel and Secretary

SIGNATURE 10