

Board of Governors of the Federal Reserve System



## Annual Report of Holding Companies—FR Y-6

### Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

I, Terry Lundgren

Name of the Holding Company Director and Official

Chairman and CEO of Macy's, Inc.

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.



Signature of Holding Company Director and Official

August 27, 2015

Date of Signature

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- ☐ is included with the FR Y-6 report  
☐ will be sent under separate cover  
☒ is not prepared

### For Federal Reserve Bank Use Only

RSSD ID 410 3310

C.I. \_\_\_\_\_

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

Date of Report (top-tier holding company's fiscal year-end):

January 31, 2015

Month / Day / Year

NONE

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Macy's, Inc.

Legal Title of Holding Company

7 West 7th Street

(Mailing Address of the Holding Company) Street / P.O. Box

Cincinnati

OH

45202

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Donna R. Ciclet

VP-Asst. General Counsel

Name

Title

513-573-2745

Area Code / Phone Number / Extension

513-573-7797

Area Code / FAX Number

donna.ciclet@macys.com

E-mail Address

www.macys.com

Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?

☐ Yes Please identify the report items to which this request applies:

- ☐ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.  
☐ The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

☒ No

## For Use By Tiered Holding Companies

*Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.*

FDS Thrift Holding Co., Inc.

Legal Title of Subsidiary Holding Company

9111 Duke Boulevard

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Mason OH 45040  
City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

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City State Zip Code

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Physical Location (if different from mailing address)

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City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

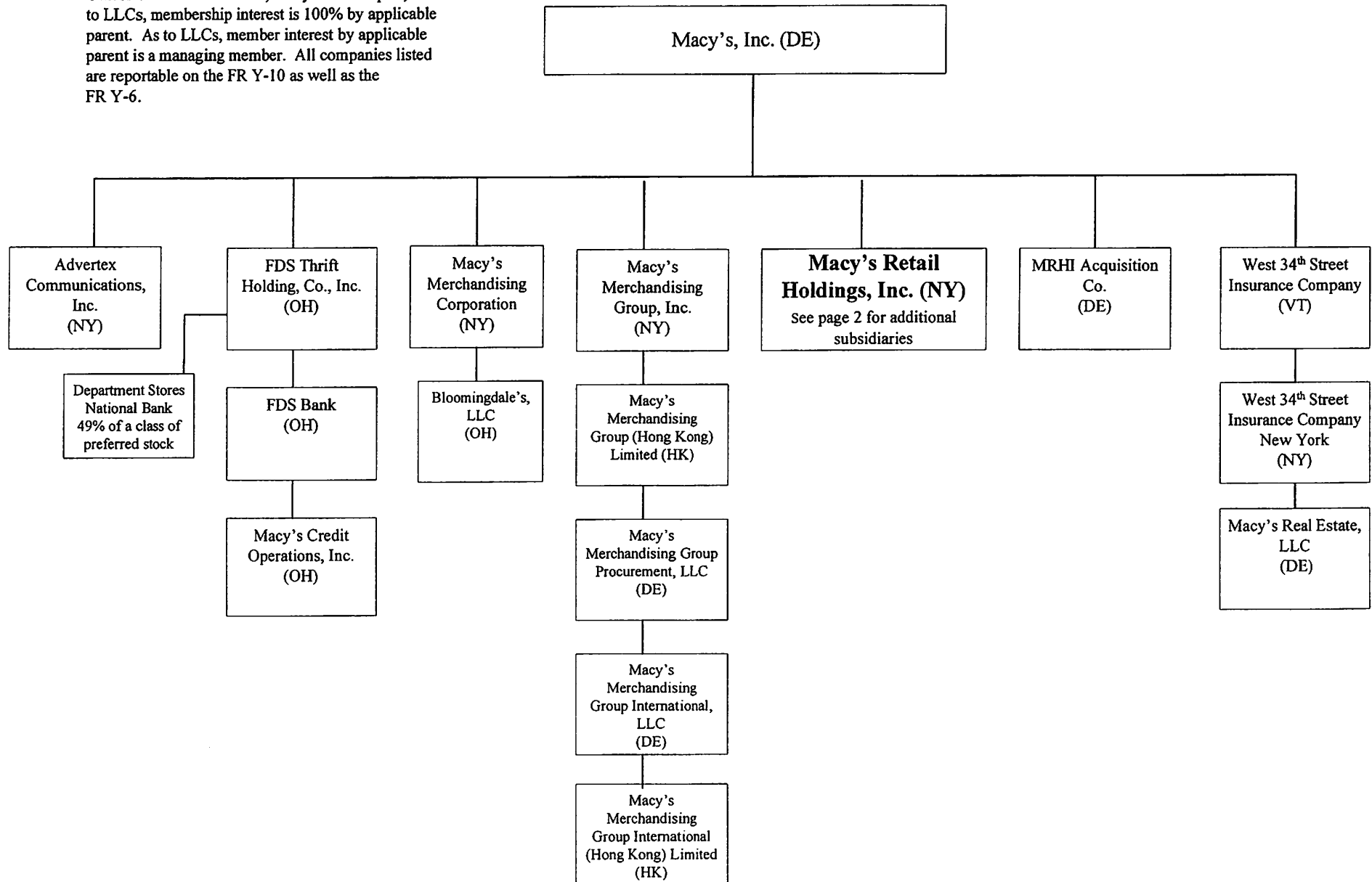
City State Zip Code

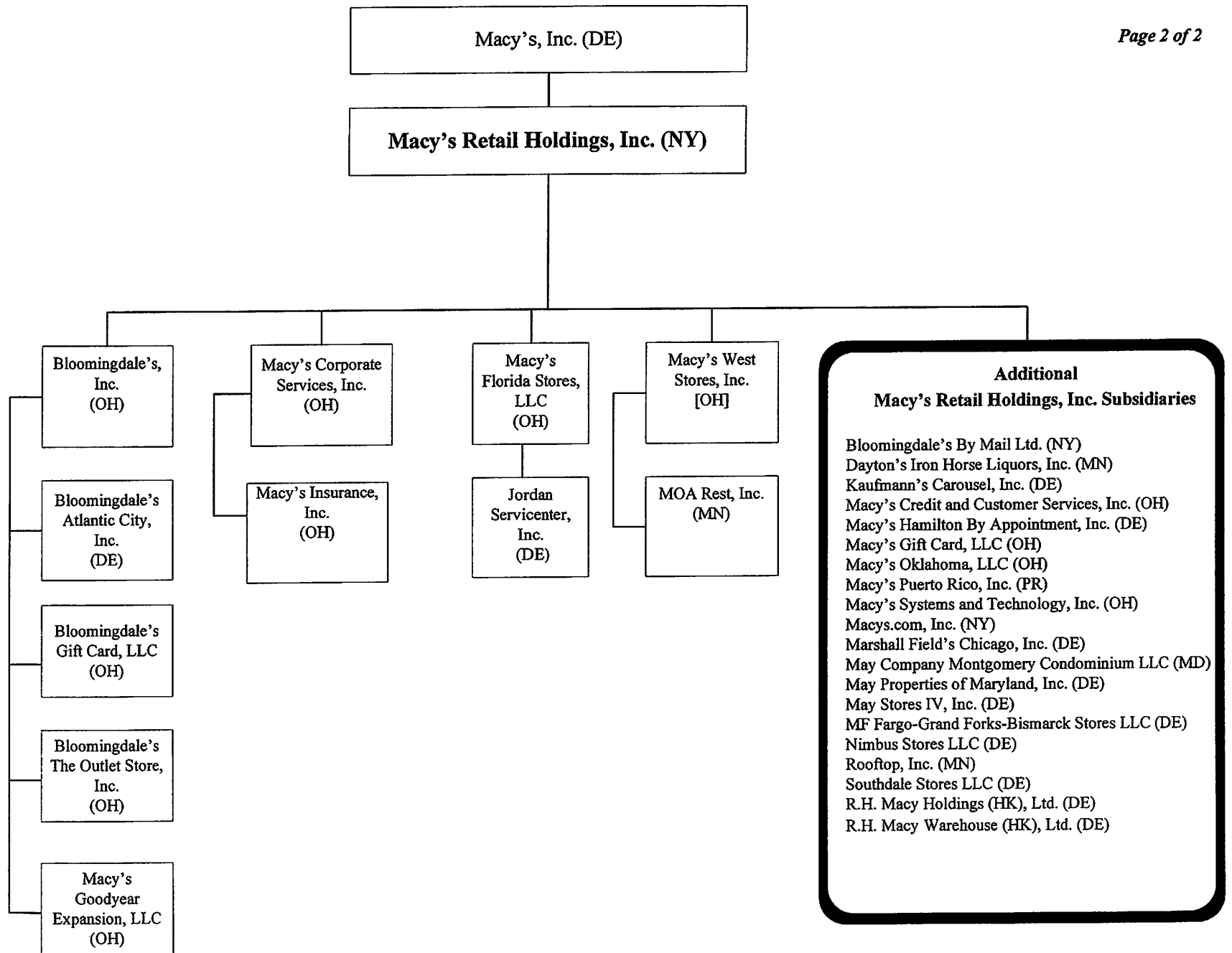
Physical Location (if different from mailing address)

## Report Item 2a: Organization Chart

Fiscal Year Ending January 31, 2015

Unless otherwise indicated, entity ownership or, as to LLCs, membership interest is 100% by applicable parent. As to LLCs, member interest by applicable parent is a managing member. All companies listed are reportable on the FR Y-10 as well as the FR Y-6.





Macy's, Inc.-Organization Chart  
Fiscal Year Ending January 31, 2015

| COMPANY  | CITY/STATE of LOCATION  | STATE OF INCORPORATION |
|--|-------------------------|------------------------|
| Macy's Inc.                                    | Cincinnati, OH          | DE                     |
| Advertex Communications, Inc.                  | New York, NY            | NY                     |
| FDS Thrift Holding Co., Inc.                   | Mason, OH               | OH                     |
| Macy's Retail Holdings, Inc.                   | Cincinnati, OH          | NY                     |
| Macy's Merchandising Corp.                     | New York, NY            | NY                     |
| West 34th Street Insurance Co.                 | Burlington, VT          | VT                     |
| Department Stores National Bank                | Mason, OH               | SD                     |
| FDS Bank                                       | Mason, OH               | Federal Saving Bank    |
| Bloomingdale's, LLC                            | New York, NY            | OH                     |
| Macy's Merchandising Group Limited             | Kowloon, Honk Kong (HK) | HK                     |
| West 34th Street Insurance Co. NY              | New York, NY            | NY                     |
| Macy's Real Estate, LLC                        | New York, NY            | NY                     |
| Macy's Credit Operations, Inc.                 | Mason, OH               | OH                     |
| Macy's Merchandising Group Procurement, LLC    | Cincinnati, OH          | DE                     |
| Macy's Merchandising Group Int'l, LLC          | New York, NY            | DE                     |
| Macy's Merchandising Group International, Ltd. | Kowloon, Honk Kong (HK) | HK                     |
| Macy's Merchandising Group, Inc.               | New York, NY            | NY                     |
| Bloomingdale's, Inc.                           | New York, NY            | OH                     |
| Bloomingdale's by Mail, Ltd.                   | New York, NY            | NY                     |
| Macy's Credit and Customer Services, Inc.      | Mason, OH               | OH                     |
| Macy's Corporate Services, Inc.                | Cincinnati, OH          | OH                     |
| Macy's West Stores, Inc.                       | Cincinnati, OH          | OH                     |
| Macy's Florida Stores, LLC                     | Miami, FL               | OH                     |
| Macy's Hamilton by Appointment, Inc.           | Cincinnati, OH          | DE                     |
| Bloomingdale's Atlantic City, Inc.             | New York, NY            | DE                     |
| Macy's Insurance, Inc.                         | Cincinnati, OH          | OH                     |
| MOA Rest, Inc.                                 | Cincinnati, OH          | MN                     |
| Jordan Servicenter, Inc.                       | Cincinnati, OH          | DE                     |
| Bloomingdale's Gift Card, LLC                  | Mason, OH               | OH                     |
| Bloomingdale's The Outlet Store, Inc.          | New York, NY            | OH                     |
| MRHI Acquisition Co.                           | Cincinnati, OH          | DE                     |
| Macy's Puerto Rico, Inc.                       | Miami, FL               | PR                     |
| Macy's Gift Card, LLC                          | Mason, OH               | OH                     |
| Macy's Real Estate, LLC                        | New York, NY            | DE                     |
| Macy's Systems and Technology, Inc.            | Duluth, GA              | OH                     |
| Macys.com, Inc.                                | San Francisco, CA       | NY                     |
| R.H. Macy Holdings (HK), Ltd.                  | Cincinnati, OH          | DE                     |
| R.H. Macy Warehouse (HK), Ltd.                 | Cincinnati, OH          | DE                     |
| Macy's Goodyear Expansion, LLC                 | Cincinnati, OH          | OH                     |
| Macy's Oklahoma, LLC                           | Cincinnati, OH          | OH                     |

Macy's, Inc.-Organization Chart  
Fiscal Year Ending January 31, 2015

| <b>COMPANY</b>                            | <b>CITY/STATE of LOCATION</b> | <b>STATE OF INCORPORATION</b> |
|---|-------------------------------|-------------------------------|
| Dayton's Iron Horse Liquors, Inc.         | Minneapolis, MN               | MN                            |
| Kaufmann's Carousel, Inc.                 | Cincinnati, OH                | DE                            |
| Marshall Field's Chicago, Inc.            | Cincinnati, OH                | DE                            |
| May Company Montgomery Condominium, LLC   | Bethesda, MD                  | MD                            |
| May Properties of Maryland, Inc.          | Gaithersburg, MD              | DE                            |
| May Stores IV, Inc.                       | Atlanta, GA                   | DE                            |
| MF Fargo-Grand Forks-Bismarck Stores, LLC | Cincinnati, OH                | DE                            |
| Nimbus Stores, LLC                        | Cincinnati, OH                | DE                            |
| Rooftop, Inc.                             | Cincinnati, OH                | MN                            |
| Southdale Stores, LLC                     | South Windsor, CT             | DE                            |

**Report Item 3: Securities Holders**  
**(1)(a)(b)(c) and 2(a)(b)(c)**

**Form FR Y-6**  
**FDS Thrift Holding Co., Inc.**  
**Fiscal Year Ending January 31, 2015**

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 1/31/15

| (1)(a)<br>Name,<br>City State, Country | (1)(b)<br>Country of Citizenship<br>or Incorporation | (1)(c)<br>Number and Percentage<br>of Each Class of<br>Voting Securities* |
|--|--|---|
| Macy's, Inc.<br>Cincinnati, OH<br>USA  | USA  | 100 100%<br>Common Stock  |

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 1/31/15

| (2)(a)<br>Name,<br>City State, Country | (2)(b)<br>Country of Citizenship<br>or Incorporation | (2)(c)<br>Number and Percentage<br>of Each Class of<br>Voting Securities* |
|--|--|---|
| NONE                                   |  |   |

## Report Item 4: Insiders

(1), (2), (3)(a)(b)(c) and

4(a)(b)(c)

## Form FR Y-6

FDS Thrift Holding Co., Inc.

Fiscal Year Ending January 31, 2015

|   |  |   |   |   |  |  | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|--|--|
| (1)<br>Name,<br>City, State,<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries)  |  |
| Macy's, Inc.<br>Cincinnati, OH<br>USA   | n/a  | Principal<br>Securities Holder                        | n/a   | n/a   | 100%   | FDS Bank<br>100% (direct)  | Advertex Communications, Inc.<br>100% (direct)   |
|   |  |   |   |   |  | Department Stores National Bank<br>49% of a class of voting preferred stock<br>(may have no more than 19% of the aggregate<br>voting power of the Bank) (direct) | Macy's Retail Holdings, Inc.<br>100% (direct)  |
|   |  |   |   |   |  | Macy's Credit Operations, Inc.<br>100% (indirect)  | Macy's Merchandising Corporation<br>100% (direct)  |
|   |  |   |   |   |  |  | Macy's Merchandising Group, Inc.<br>100% (direct)  |
|   |  |   |   |   |  |  | West 34th Street Insurance Co.<br>100% (direct)  |
|   |  |   |   |   |  |  | Bloomingdale's, LLC<br>100% membership interest<br>(indirect)  |
|   |  |   |   |   |  |  | Macy's Merchandising Group<br>(Hong Kong) Limited<br>100% (indirect)   |



**Form FR Y-6**  
**FDS Thrift Holding Co., Inc.**  
**Fiscal Year Ending January 31, 2015**

|   |  |   |   |   |  | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|--|
| (1)<br>Name.<br>City. State.<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries)  |
|   |  |   |   |   |  | West 34th Street Insurance<br>Company New York<br>100% (indirect)  |
|   |  |   |   |   |  | Macy's Real Estate, LLC<br>50% membership interest (indirect)  |
|   |  |   |   |   |  | Macy's Merchandising Group<br>Procurement, LLC (indirect)<br>100% membership interest  |
|   |  |   |   |   |  | Macy's Merchandising Group<br>International (Hong Kong), Ltd.<br>100% (indirect)   |
|   |  |   |   |   |  | Bloomingdale's, Inc.<br>100% (indirect)  |
|   |  |   |   |   |  | Bloomingdale's By Mail, Ltd.<br>100% (indirect)  |

**Form FR Y-6**  
**FDS Thrift Holding Co., Inc.**  
**Fiscal Year Ending January 31, 2015**

| (1)<br>Name,<br>City, State,<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) |  | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|--|---|--|
|   |  |   |   |   |  |  |   |  |

Macy's Credit and Customer  
Services, Inc.  
100% (indirect)

Macy's Corporate Services, Inc.  
100% (indirect)

Macy's West Stores, Inc.  
100% (indirect)

Macy's Florida Stores, LLC  
100% (indirect)

Macy's Hamilton By  
Appointment, Inc.  
100% (indirect)

Bloomingdale's Atlantic City, Inc.  
100% (indirect)

Macy's Insurance, Inc.  
100% (indirect)

**Form FR Y-6**  
**FDS Thrift Holding Co., Inc.**  
**Fiscal Year Ending January 31, 2015**

|   |  |   |   |   |  | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|--|
| (1)<br>Name.<br>City. State.<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries)  |
|   |  |   |   |   |  | MOA Rest. Inc.<br>100% (indirect)  |
|   |  |   |   |   |  | Jordan Servicer. Inc.<br>100% (indirect)   |
|   |  |   |   |   |  | Bloomington's Gift Card. LLC<br>100% membership interest(indirect)   |
|   |  |   |   |   |  | MRHI Acquisition Co.<br>100% (indirect)  |
|   |  |   |   |   |  | Macy's Goodyear Expansion. LLC<br>100% membership interest(indirect)   |
|   |  |   |   |   |  | Bloomington's The Outlet<br>Store, Inc.<br>100% (indirect)   |
|   |  |   |   |   |  | Macy's Oklahoma, LLC<br>100% membership interest(indirect)   |

**Form FR Y-6**  
**FDS Thrift Holding Co., Inc.**  
**Fiscal Year Ending January 31, 2015**

|   |  |   |   |   |  | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|--|
| (1)<br>Name,<br>City, State,<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries)  |
|   |  |   |   |   |  | Macy's Gift Card, LLC<br>100% membership interest(indirect)  |
|   |  |   |   |   |  | Dayton's Iron Horse Liquors, Inc.<br>100% (indirect)   |
|   |  |   |   |   |  | Macy's Systems and<br>Technology, Inc.<br>100% (indirect)  |
|   |  |   |   |   |  | Macy's.com, Inc.<br>100% (indirect)  |
|   |  |   |   |   |  | R.H. Macy Holdings (HK), Ltd.<br>100% (indirect)   |
|   |  |   |   |   |  | R.H. Macy Warehouse (HK), Ltd.<br>100% (indirect)  |

**Form FR Y-6**  
**FDS Thrift Holding Co., Inc.**  
**Fiscal Year Ending January 31, 2015**

|   |  |   |   |   |  | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|--|
| (1)<br>Name,<br>City, State,<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries)  |
|   |  |   |   |   |  | Marshall Field's Chicago, Inc.<br>100% (indirect)  |
|   |  |   |   |   |  | May Company Montgomery<br>Condominium, LLC<br>100% membership interest   |
|   |  |   |   |   |  | May Properties of Maryland, Inc.<br>100% (indirect)  |
|   |  |   |   |   |  | May Stores IV, Inc.<br>100% (indirect)   |
|   |  |   |   |   |  | Macy's Puerto Rico, Inc.<br>100% (indirect)  |
|   |  |   |   |   |  | Kaufmann's Carousel, Inc.<br>100% (indirect)   |

**Form FR Y-6**  
**FDS Thrift Holding Co., Inc.**  
**Fiscal Year Ending January 31, 2015**

|   |  |   |   |   |  | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|--|
| (1)<br>Name.<br>City. State.<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries)  |

MF Fargo-Grand Forks-  
Bismarck Stores. LLC  
100% membership interest(indirect)

Nimbus Stores. LLC  
100% membership interest(indirect)

Rooftop. Inc.  
100% (indirect)

Southdale Stores. LLC  
100% membership interest(indirect)

Macy's Merchandising Group  
International. LLC  
100% membership interest(indirect)

**Form FR Y-6**  
**FDS Thrift Holding Co., Inc.**  
**Fiscal Year Ending January 31, 2015**

| (1)<br>Name.<br>City, State.<br>Country        | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company                    | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses)                       |  |      | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|--|---|---|---|--|------|---|--|
|  |   |   | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries)                                     | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company |      |   |  |
| Dennis J. Broderick<br>Cincinnati, OH<br>USA   | Executive<br>Vice President<br>General Counsel and<br>Secretary of<br>Macy's Inc.             | President<br>Director                                 | <b>Executive Vice President-</b><br>FDS Bank<br><br><b>Vice President and Director-</b><br>Macy's Credit Operations, Inc. | n/a  | NONE | NONE  | None that we are aware of  |
| Joel Belsky<br>Cincinnati, OH<br>USA           | Executive<br>Vice President and<br>Controller of<br>Macy's, Inc.                              | Director  | <b>Executive Vice President-</b><br>FDS Bank<br><br><b>Director-</b><br>Macy's Credit Operations, Inc.                    | n/a  | NONE | NONE  | None that we are aware of  |
| Brian M. Szames<br>Cincinnati, OH<br>USA       | Treasurer of<br>Macy's, Inc.  | Vice President and<br>Treasurer                       | <b>Vice President and Treasurer-</b><br>Macy's Credit Operations, Inc.  | n/a  | NONE | NONE  | None that we are aware of  |
| Linda J. Balicki<br>St. Louis, Missouri<br>USA | Vice President-<br>Assistant General<br>Counsel and<br>Assistant Secretary<br>of Macy's, Inc. | Secretary   | <b>Secretary-</b><br>Macy's Credit Operations, Inc.   | n/a  | NONE | NONE  | None that we are aware of  |

Report Item 3: Securities Holders  
(1)(a)(b)(c) and 2(a)(b)(c)

Form FR Y-6  
Macy's, Inc.  
Fiscal Year Ending January 31, 2015

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 1/31/15

| (1)(a)<br>Name,<br>City State, Country | (1)(b)<br>Country of Citizenship<br>or Incorporation | (1)(c)<br>Number and Percentage<br>of Each Class of<br>Voting Securities* |
|--|--|---|
| BlackRock, Inc.<br>New York, NY, USA   | USA  | 21,110,627 - 6.1%<br>Common Stock   |

\* Based on a Schedule 13G/A filed with the Securities and Exchange Commission on January 30, 2015, reporting ownership as of December 31, 2014. Information as of fiscal year-end is not available.

|                                   |     |                                    |
|-----------------------------------|-----|------------------------------------|
| The Vanguard Group<br>Malvern, PA | USA | 18,213,202 - 5.27%<br>Common Stock |
|-----------------------------------|-----|------------------------------------|

\* Based on a Schedule 13G filed with the SEC on February 11, 2015, reporting ownership as of December 31, 2014. Information as of fiscal year-end is not available.

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 1/31/15

| (2)(a)<br>Name,<br>City State, Country | (2)(b)<br>Country of Citizenship<br>or Incorporation | (2)(c)<br>Number and Percentage<br>of Each Class of<br>Voting Securities* |
|--|--|---|
|--|--|---|

n/a



Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c) and  
4(a)(b)(c)

Form FR Y-6  
Macy's, Inc.  
Fiscal Year Ending January 31, 2015

| (1)<br>Name,<br>City, State,<br>Country      | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses)  | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|--|--|---|---|--|--|---|--|
| Stephen Bollenbach<br>Los Angeles, CA<br>USA | n/a  | Director  | n/a   | <b>Director-KB Home</b><br><br><b>Director-Moelis &amp; Company</b><br><br><b>Director-Mondelez</b><br><b>International</b><br><br><b>Director-Time</b><br><b>Warner</b>   | <1%  | none  | none that we are aware<br>of   |
| Deirdre Connelly<br>Philadelphia, PA<br>USA  | n/a  | Director  | n/a   |  | <1%  | none  | none that we are aware<br>of   |
| Meyer Feldberg<br>New York, NY<br>USA        | n/a  | Director  | n/a   | <b>Senior Advisor -</b><br><b>Morgan Stanley;</b><br><br><b>Dean Emeritus and</b><br><b>Professor of</b><br><b>Leadership and</b><br><b>Ethics -</b><br><b>Columbia University</b><br><b>business school</b><br><br><b>Director-Revlon, Inc.</b><br><br><b>Director-UBS Global</b> | <1%  | none  | none that we are aware<br>of   |

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c) and  
4(a)(b)(c)

Form FR Y-6  
Macy's, Inc.  
Fiscal Year Ending January 31, 2015

| (1)<br>Name,<br>City, State,<br>Country    | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses)       | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|--|--|---|---|---|--|---|--|
| Asset Management                           |  |   |   |   |  |   |  |
| Leslie D. Hale                             | RLJ Lodging Trust Director   |   | n/a   | Executive Vice President,<br>CFO and Treasurer-RLJ<br>Lodging Trust                                       | n/a  | n/a   | none that we are aware<br>of   |
| Sara Levinson<br>New York, NY<br>USA       | Kandu  | Director  | n/a   | Co-Founder and<br>Director - Kandu<br><br>Director-Harley<br>Davison, Inc.                                | <1%  | none  | none that we are aware<br>of   |
| Joseph Neubauer<br>Philadelphia, PA<br>USA | n/a  | Director  | n/a   | Director- Mondelez<br>International   | <1%  | none  | none that we are aware<br>of   |
| Joyce Roche<br>Savannah, GA<br>USA         | n/a  | Director  | n/a   | Director-AT&T, Inc.<br><br>Director-Dr. Pepper<br>Snapple Group<br><br>Director-Tupperware<br>Corporation | <1%  | none  | none that we are aware<br>of   |

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c) and  
4(a)(b)(c)

Form FR Y-6  
Macy's, Inc.  
Fiscal Year Ending January 31, 2015

| (1)<br>Name,<br>City, State,<br>Country    | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses)                           | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|--|--|---|---|---|--|---|--|
| Paul Varga<br>Louisville, KY<br>USA        | Brown-Forman<br>Corporation  | Director  | n/a   | <b>Chairman and CEO-</b><br>Brown-Forman<br>Corporation<br><br><b>Director-</b><br>Brown-Forman<br>Corporation                | <1%  | none  | none that we are aware<br>of   |
| Craig Weatherup<br>Scottsdale, AZ<br>USA   | n/a  | Director  | n/a   | <b>Director-Starbucks</b><br>Corporation  | <1%  | none  | none that we are aware<br>of   |
| Marna Whittington<br>Yorklyn, DE<br>USA    | n/a  | Director  | n/a   | <b>Director-Oaktree</b><br>Capital Group, LLC<br><br><b>Director-Phillips 66</b>  | <1%  | none  | none that we are aware<br>of   |
| Annie Young-Scrivner<br>Seattle, WA<br>USA | Starbucks  | Director  | n/a   | <b>Executive Vice</b><br><b>President - Starbucks,</b><br><b>President - Teavana;</b><br>division of Starbucks                | <1%  | none  | none that we are aware<br>of   |
| Terry Lundgren<br>New York, NY<br>USA      | n/a  | Chairman and CEO;<br>Director                         | n/a   | <b>Director-Kraft Foods</b><br>Group<br><br><b>Director-The</b><br>Procter & Gamble<br>Company<br><br><b>Director-Federal</b> | <1%  | none  | none that we are aware<br>of   |

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c) and  
4(a)(b)(c)

Form FR Y-6  
Macy's, Inc.  
Fiscal Year Ending January 31, 2015

| (1)<br>Name,<br>City, State,<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries)   | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|---|--|
|   |  |   |   | Reserve Bank of<br>New York   |  |   |  |
| William Allen<br>New York, NY<br>USA    | n/a  | Chief Human<br>Resources Officer                      | <b>Chief Human Resources Officer</b><br>for the following:<br>Macy's Corporate Services, Inc.<br>Macy's Credit and Customer Services, Inc.<br>Macy's Credit Operations, Inc.<br>Macy's Florida Stores, LLC.<br>Macy's Retail Holdings, Inc.<br>Macy's West Stores, Inc.   | n/a   | <1%  | none  | none that we are aware<br>of   |
| Timothy Baxter<br>Bronxville, NY<br>USA | n/a  | Chief Merchandising<br>Officer                        | <b>Senior Vice President -</b><br>Macy's Merchandising Corporation  | n/a   | <1%  | none  | none that we are aware<br>of   |
| Jeffrey Gennette<br>Brooklyn, NY<br>USA | n/a  | President   | <b>Chief Merchandising Officer</b><br>for the following:<br>Macy's Merchandising Corporation<br>Macys.com, Inc.   | n/a   | <1%  | none  | none that we are aware<br>of   |
| Robert Harrison<br>Ridgewood, NJ<br>USA | n/a  | Chief<br>Omnichannel<br>Officer                       | <b>Chief Omnichannel Officer</b> for<br>the following:<br>Macy's Corporate Services, Inc.<br>Macy's Florida Stores, LLC<br>Macy's Puerto Rico, Inc.<br>Macy's Retail Holdings, Inc.<br>Macy's Systems and Technology, Inc.<br>Macy's West Stores, Inc.<br>Macys.com, Inc. | n/a   | <1%  | none  | none that we are aware<br>of   |

| (1)<br>Name,<br>City, State,<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries)  | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|--|---|--|---|--|
| Karen Hoguet<br>Cincinnati, OH          | n/a  | Chief Financial<br>Officer                            | Director- Department Stores<br>National Bank   | Director-The<br>Nielsen Company<br><br>Director-Chubb Corp.   | <1%  | none  | none that we are aware<br>of   |
| USA                                     |  |   | Executive Vice President-<br>Macy's Corporate Services, Inc.<br><br>Vice President & Treasurer-<br>Macy's Insurance, Inc.<br><br>Vice President for the following:<br>Advertex Communications, Inc.<br>Bloomingdale's By Mail Ltd<br>Bloomingdale's Gift Card, LLC<br>Bloomingdale's The Outlet Store, Inc.<br>Bloomingdale's, Inc.<br>Bloomingdale's, LLC<br>FDS Thrift Holding Co., Inc.<br>Jordan Servicenter, Inc.<br>Kaufmann's Carousel, Inc.<br>Macy's Credit and Customer Services, Inc.<br>Macy's Credit Operations, Inc.<br>Macy's Florida Stores, LLC<br>Macy's Gift Card, LLC<br>Macy's Goodyear Expansion, LLC<br>Macy's Merchandising Corporation<br>Macy's Merchandising Group International, LLC<br>MRHI Acquisition Co. |   |  |   |  |

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c) and  
4(a)(b)(c)

Form FR Y-6  
Macy's, Inc.  
Fiscal Year Ending January 31, 2015

| (1)<br>Name,<br>City, State,<br>Country   | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries)   | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|---|--|
|   |  |   | Macy's Merchandising Group Procurement, LLC<br>Macy's Merchandising Group, Inc.<br>Macy's Oklahoma, LLC<br>Macy's Puerto Rico, Inc.<br>Macy's Real Estate, LLC<br>Macy's Retail Holdings, Inc.<br>Macy's Systems and Technology, Inc.<br>Macy's West Stores, Inc.<br>Macys.com, Inc.<br>May Company Montgomery Condominium LLC<br>May Properties of Maryland, Inc.<br>May Stores IV, Inc.<br>MF Fargo-Grand Forks-Bismark Stores, LLC<br>MOA Rest, Inc.<br>Nimbus Stores, LLC<br>R.H. Macy Holdings (HK), Ltd<br>R.H. Macy Warehouse (HK), Ltd<br>Southdale Stores, LLC |   |  |   |  |
| Jeffrey Kantor<br>Larchmont, NY<br>USA    | n/a  | Chief Stores<br>Officer                               | Chairman - Macys.com, Inc.  | n/a   | <1%  | none  | none that we are aware<br>of   |
| Molly Langenstein<br>Weehawken, NJ<br>USA | n/a  | Chief Private Brand<br>Officer                        | Executive Vice President for the<br>following:<br>Macy's Merchandising Group International, LLC<br>Macy's Merchandising Group, Inc.   | n/a   | <1%  | none  | none that we are aware<br>of   |
| Patti Ongman<br>Danville, CA<br>USA       | n/a  | Chief Merchandise<br>Planning Officer                 | Senior Vice President -<br>Macy's Merchandising Corporation   | n/a   | <1%  | none  | none that we are aware<br>of   |

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c) and  
4(a)(b)(c)

Form FR Y-6  
Macy's, Inc.  
Fiscal Year Ending January 31, 2015

| (1)<br>Name,<br>City, State,<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company     | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries)  | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|--|---|--|---|--|
| Martine Reardon<br>New York, NY<br>USA  | n/a  | Chief<br>Marketing<br>Officer                             | <b>President - Advertex<br/>Communications, Inc.</b><br><br><b>Chief Marketing Officer -<br/>Macys.com, Inc.</b>   | n/a   | <1%  | none  | none that we are aware<br>of   |
| Peter Sachse<br>Purchase, NY<br>USA     | n/a  | Chief Innovation and<br>Business Develop-<br>ment Officer | <b>Chief Stores Officer</b> for the<br>following:<br>Macy's Florida Stores, LLC<br>Macy's Puerto Rico, Inc.<br>Macy's Retail Holdings, Inc.<br>Macy's West Stores, Inc.  | <b>Director - XO Group<br/>Inc.</b>   | <1%  | none  | none that we are aware<br>of   |
| Joel Belsky<br>Cincinnati, OH<br>USA    | n/a  | Executive<br>Vice President<br>and Controller             | <b>Executive Vice President -<br/>FDS Bank</b><br><br><b>Vice President &amp; Controller -<br/>Macy's Florida Stores, Inc.<br/>Macy's Retail Holdings, Inc.<br/>Macy's West Stores, Inc.</b><br><br><b>Vice President -<br/>Bloomingdale's, Inc.<br/>Macy's Corporate Services, Inc.<br/>Macy's Merchandising Group International, Inc.</b><br><br><b>Director</b> for the following:<br>Bloomingdale's By Mail Ltd<br>Bloomingdale's The Outlet Store, Inc. | n/a   | <1%  | none  | none that we are aware<br>of   |

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c) and  
4(a)(b)(c)

Form FR Y-6  
Macy's, Inc.  
Fiscal Year Ending January 31, 2015

| (1)<br>Name,<br>City, State,<br>Country   | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company            | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries)  | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|--|--|---|--|---|--|
|   |  |  | Bloomingdale's, Inc.<br>FDS Thrift Holding Co., Inc.<br>Jordan Servicer, Inc.<br>Kaufmann's Carousel, Inc.<br>Macy's Corporate Services, Inc.<br>Macy's Credit and Customer Services, Inc.<br>Macy's Credit Operations, Inc.<br>Macy's Insurance, Inc.<br>Macy's Merchandising Corporation<br>Macy's Merchandising Group, Inc.<br>Macy's Merchandising Group (Hong Kong) Ltd<br>Macy's Puerto Rico, Inc.<br>Macy's Retail Holdings, Inc.<br>Macy's Systems and Technology, Inc.<br>Macy's West Stores, Inc.<br>Macys.com, Inc.<br>May Properties of Maryland, Inc.<br>May Stores IV, Inc.<br>MOA Rest, Inc.<br>R.H. Macy Holdings (HK), Ltd<br>R.H. Macy Warehouse (HK), Ltd |   |  |   |  |
| Dennis Broderick<br>Cincinnati, OH<br>USA | n/a  | Executive Vice<br>President,<br>General Counsel<br>and Secretary | <b>Executive Vice President -</b><br>FDS Bank<br><br><b>President for the following:</b><br>FDS Thrift Holding Co., Inc.<br>Jordan Servicer, Inc.<br>Kaufmann's Carousel, Inc.<br>Macy's Corporate Services, Inc.<br>Macy's Florida Stores, LLC  | n/a   | <1%  | none  | none that we are aware<br>of   |



| (1)<br>Name,<br>City, State,<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries)  | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|--|---|--|---|--|
|   |  |   | Macy's Goodyear Expansion, LLC<br>Macy's Insurance, Inc.<br>Macy's Merchandising Group Procurement, LLC<br>Macy's Oklahoma, LLC<br>Macy's Real Estate, LLC<br>Macy's Retail Holdings, Inc.<br>Macy's West Stores, Inc.<br>May Company Montgomery Condominium LLC<br>May Properties of Maryland, Inc.<br>May Stores IV, Inc.<br>MF Fargo-Grand Forks-Bismark Stores, LLC<br>MOA Rest, Inc.<br>Nimbus Stores, LLC<br>R.H. Macy Holdings (HK), Ltd<br>R.H. Macy Warehouse (HK), Ltd<br>Southdale Stores, LLC<br>MRHI Acquisition Co.<br><br><b>Vice President</b> for the following:<br>Advertex Communications, Inc.<br>Bloomingdale's By Mail Ltd<br>Bloomingdale's Gift Card, LLC<br>Bloomingdale's The Outlet Store, Inc.<br>Bloomingdale's, Inc.<br>Bloomingdale's, LLC<br>Macy's Credit and Customer Services, Inc.<br>Macy's Credit Operations, Inc.<br>Macy's Gift Card, LLC<br>Macy's Merchandising Corporation<br>Macy's Merchandising Group International, LLC<br>Macy's Merchandising Group, Inc. |   |  |   |  |

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c) and  
4(a)(b)(c)

Form FR Y-6  
Macy's, Inc.  
Fiscal Year Ending January 31, 2015

| (1)<br>Name,<br>City, State,<br>Country | (2)<br>Principal<br>Occupation if<br>other than with<br>Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(include names of<br>subsidiaries)   | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(include names of<br>other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>Voting Shares in<br>Subsidiaries<br>(include names<br>of subsidiaries) | (4)(c)<br>List names of other<br>companies (includes<br>partnerships) if 25%<br>or more of voting<br>securities are held (List<br>names of companies<br>and percentage of<br>voting securities held) |
|---|--|---|---|---|--|---|--|
|   |  |   | Macy's Puerto Rico, Inc.<br>Macy's Systems and Technology, Inc.<br>Macys.com, Inc.<br><br><b>Director</b> for the following:<br>Bloomingdale's By Mail Ltd<br>Bloomingdale's The Outlet Store, Inc.<br>Bloomingdale's, Inc.<br>FDS Thrift Holding Co., Inc.<br>Jordan Servicer, Inc.<br>Kaufmann's Carousel, Inc.<br>Macy's Corporate Services, Inc.<br>Macy's Credit and Customer Services, Inc.<br>Macy's Credit Operations, Inc.<br>Macy's Insurance, Inc.<br>Macy's Merchandising Corporation<br>Macy's Merchandising Group, Inc.<br>Macy's Merchandising Group (Hong Kong) Ltd<br>Macy's Merchandising Group International (Hong Kong) Ltd<br>Macy's Puerto Rico, Inc.<br>Macy's Retail Holdings, Inc.<br>Macy's Systems and Technology, Inc.<br>Macy's West Stores, Inc.<br>Macys.com, Inc.<br>May Properties of Maryland, Inc.<br>May Stores IV, Inc.<br>MOA Rest, Inc.<br>R.H. Macy Holdings (HK), Ltd<br>R.H. Macy Warehouse (HK), Ltd |   |  |   |  |

**Results:** A list of branches for your holding company: **MACY'S, INC. (4103310) OF CINCINNATI, OH.**  
The data are as of **12/31/2014**. Data reflects information that was received and processed through **04/06/2015**.

**Reconciliation and Verification Steps**

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the **Effective Date** column.

**Actions**

**OK:** If the branch information is correct, enter **OK** in the **Data Action** column.  
**Change:** If the branch information is incorrect or incomplete, revise the data, enter **Change** in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.  
**Close:** If a branch listed was sold or closed, enter **Close** in the **Data Action** column and the sale or closure date in the **Effective Date** column.  
**Delete:** If a branch listed was never owned by this depository institution, enter **Delete** in the **Data Action** column.  
**Add:** If a reportable branch is missing, insert a row, add the branch data, and enter **Add** in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedure**

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.  
If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

**Note:**

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action of Change, Close, Delete, or Add**.  
The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

\* FDIC UNINUM, Office Number, and ID\_BSSD columns are for reference only. Verification of these values is not required.

| Data Action | Effective Date | Branch Service Type        | Branch ID_BSSD* | Popular Name                    | Street Address             | City        | State | Zip Code | County    | Country       | FDIC UNINUM* | Office Number* | Head Office                       | Head Office ID_BSSD* | Comments |
|-------------|----------------|----------------------------|-----------------|---------------------------------|----------------------------|-------------|-------|----------|-----------|---------------|--------------|----------------|-----------------------------------|----------------------|----------|
| OK          |                | Full Service (Head Office) | 3382547         | DEPARTMENT STORES NATIONAL BANK | 701 EAST 60TH STREET NORTH | SIOUX FALLS | SD    | 57104    | MINNEHAHA | UNITED STATES | 441397       |                | 0 DEPARTMENT STORES NATIONAL BANK | 3382547              |          |
| OK          |                | Full Service (Head Office) | 2107181         | FDS BANK                        | 9111 DUKE BOULEVARD        | MASON       | OH    | 45040    | WARREN    | UNITED STATES | 48138        |                | 0 FDS BANK                        | 2107181              |          |