

# DRC

PZ21-12000042  
10/19/2022

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PZ21-12000042  
6/15/2022

**CONSENT OF SOLE MEMBER**  
**OF**  
**MACY'S RETAIL HOLDINGS, LLC**

The undersigned, being the sole member ("Member") of Macy's Retail Holdings, LLC, an Ohio limited liability company ("the Company"), acting pursuant to the Ohio Revised Code and the Operating Agreement of the Company hereby consents to the adoption of the following resolution:

**RESOLVED**, that the following individuals are hereby nominated and elected to the offices set forth opposite their names, to hold such offices for a term commencing on August 1, 2021 and continuing until their incumbencies as officers are terminated.

| Names                  | Office                       |
|------------------------|------------------------------|
| Dvir, Nata             | Chief Merchandising Officer  |
| Kirgan, Danielle       | Chief Transformation Officer |
| Mastronardi, Marc      | Chief Stores Officer         |
| Garcia, Elisa D.       | President                    |
| Iyer, Prabhakar        | Vice President and Treasurer |
| Beadles, Wendy A.      | Vice President and Secretary |
| DiGiovanna, Charles P. | Vice President               |
| Erbacher, William      | Vice President               |
| Griscom, Paul          | Vice President               |
| Horvath, Fawn          | Vice President               |
| Mitchell, Adrian       | Vice President               |
| Nelson, Argyle         | Vice President               |
| Schroeder, Matthew S.  | Vice President               |
| Schumacher, Stephanie  | Vice President               |
| Brauch, Doug           | Assistant Treasurer          |
| Juran, Josh            | Assistant Treasurer          |
| Ciclet, Donna R.       | Assistant Secretary          |
| Kelly, Christopher M.  | Assistant Secretary          |
| Miller, Charles        | Assistant Secretary          |
| O'Brien, Stephen J.    | Assistant Secretary          |
| Tierney, Betty         | Assistant Secretary          |
| Watt, Steven R.        | Assistant Secretary          |
| Whitney, Matthew       | Assistant Secretary          |

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**RESOLVED FURTHER**, that, superseding any prior resolutions relating to delegations of authority and rescinding any Certificates of Delegation directly relating to such resolutions, each officer named in the foregoing resolution shall have full and complete authority to (i) perform such duties as are customarily incident to their respective offices and (ii) conduct and manage the business operations of the Corporation, as is specified in the By-Laws of the Corporation or as specified by the Board of Directors from time to time, including, without limitation, to take any action, or execute and deliver any applications, certificates, agreements or any other instruments or documents, as such officers may in their discretion deem necessary or appropriate in furtherance of the business operations of the Corporation.

**IN WITNESS WHEREOF**, the undersigned Managers have executed this consent as of the 1st day of August, 2021.

**MACY'S, INC.**

Paul Griscom  
Paul Griscom (Aug 2, 2021 11:47 EDT)  
By: \_\_\_\_\_  
Paul Griscom  
Senior Vice President and Controller

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