

RICHARDS MAUREEN  
Form 4/A  
May 11, 2009

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
RICHARDS MAUREEN

(Last) (First) (Middle)

C/O FOOTSTAR,  
INC., 933MACARTHUR  
BOULEVARD

(Street)

MAHWAH, NJ 07430

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FOOTSTAR INC [FTAR.OB]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/27/2009

4. If Amendment, Date Original Filed(Month/Day/Year)  
03/04/2009

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
SVP, Gen Counsel & Corp Sec

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 Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
|                                 |                                      |  |                                | Code  | V   | Amount   |                                   |

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

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(9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. Price of Derivative |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|--------------|---|--|------------------------|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|--------------|---|--|------------------------|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | Security (Instr. 5) |                 |              |                            |         |
|---------------------|--|----------------------|-----------------|--|------------------|------------------|---------------------|-----------------|--------------|----------------------------|---------|
|                     |  |                      | Code            | V  | (A)              | (D)              | Date Exercisable    | Expiration Date | Title        | Amount or Number of Shares |         |
| Deferred Stock      | (1)                                      | 01/27/2009(2)        | A               |  | 910              | (3)              | (4)                 | (4)             | Common Stock | 910                        | \$ 2.23 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                             |       |
|--|---------------|-----------|-----------------------------|-------|
|  | Director      | 10% Owner | Officer                     | Other |
| RICHARDS MAUREEN<br>C/O FOOTSTAR, INC.<br>933MACARTHUR BOULEVARD<br>MAHWAH, NJ 07430 |               |           | SVP, Gen Counsel & Corp Sec |       |

## Signatures

/s/ Maureen Richards 05/12/2009

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(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) The deferred stock converts to Common Stock on a one-for-one basis.
- (2) The 1,933 deferred stock units acquired under the 1996 Incentive Stock Plan (CEP Program) upon mandatory reinvestment of the cash dividend paid on January 27, 2009 that were reported in the reporting person's original Form 4 were also acquired on such date. These deferred stock units were omitted from the reporting person's original Form 4 and also were omitted from the Form 4 filed by the reporting person on May 7, 2009. Therefore, the amount of non-derivative securities beneficially owned by the reporting person listed in Table I, Item 5 of the Form 4 filed by the reporting person on May 7, 2009 should be 40,579.
- (3) Deferred stock units acquired under the 1996 Incentive Stock Plan (CEP Program) upon mandatory reinvestment of the cash dividend paid on January 27, 2009, all of which will fully vest upon the employee's retirement or termination of employment other than for cause or upon a change of control. Each of the 9,186 deferred stock units held by the reporting person as of January 27, 2009 were acquired under the 1996 Incentive Stock Plan (CEP Program) and will fully vest upon a change of control.
- (4) The 1,933 deferred stock units acquired under the 1996 Incentive Stock Plan (CEP Program) upon mandatory reinvestment of the cash dividend paid on January 27, 2009 that were reported in the reporting person's original Form 4 were also acquired at such price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.