

Johnson Richard A
 Form 3
 January 15, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Johnson Richard A | | (Month/Day/Year) | FOOT LOCKER INC [FL] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 01/08/2010 | | |
| FOOT LOCKER, INC.,Â 112 WEST 34TH STREET | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | Pres. & CEO - Foot Locker US | |
| NEW YORK,Â NYÂ 10120 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 100,961 | D | Â |
| Common Stock | 2,679.796 | I | 401(k) Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

Edgar Filing: Johnson Richard A - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|---------------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Employee stock option (right to buy) | 04/18/2003 ⁽¹⁾ | 04/18/2012 | Common Stock | 30,000 | \$ 16.02 | D | Â |
| Employee stock option (right to buy) | 04/16/2004 ⁽²⁾ | 04/16/2013 | Common Stock | 30,000 | \$ 10.245 | D | Â |
| Employee stock option (right to buy) | 04/01/2005 ⁽³⁾ | 04/01/2014 | Common Stock | 30,000 | \$ 25.385 | D | Â |
| Employee stock option (right to buy) | 03/23/2006 ⁽⁴⁾ | 03/23/2015 | Common Stock | 20,000 | \$ 28.155 | D | Â |
| Employee stock option (right to buy) | 03/22/2007 ⁽⁵⁾ | 03/22/2016 | Common Stock | 20,000 | \$ 23.92 | D | Â |
| Employee stock option (right to buy) | 03/28/2008 ⁽⁶⁾ | 03/28/2017 | Common Stock | 20,000 | \$ 23.42 | D | Â |
| Employee stock option (right to buy) | 07/30/2008 ⁽⁷⁾ | 07/30/2017 | Common Stock | 20,000 | \$ 18.8 | D | Â |
| Employee stock option (right to buy) | 03/26/2009 ⁽⁸⁾ | 03/26/2018 | Common Stock | 10,000 | \$ 11.66 | D | Â |
| Employee stock option (right to buy) | 03/25/2010 ⁽⁹⁾ | 03/25/2019 | Common Stock | 25,000 | \$ 9.93 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Johnson Richard A FOOT LOCKER, INC. 112 WEST 34TH STREET NEW YORK, NY 10120 | Â | Â | Â Pres. & CEO - Foot Locker US | Â |

Signatures

Sheilagh M. Clarke, Attorney-in-Fact for Richard A Johnson 01/15/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Option granted on 4/18/2002 and became exercisable in three equal annual installments, beginning 4/18/2003.
- (2) Option granted on 4/16/2003 and became exercisable in three equal annual installments, beginning 4/16/2004.
- (3) Option granted on 4/1/2004 and became exercisable in three equal annual installments, beginning 4/1/2005.

Edgar Filing: Johnson Richard A - Form 3

- (4) Option granted on 3/23/2005 and became exercisable in three equal annual installments, beginning 3/23/2006.
- (5) Option granted on 3/22/2006 and became exercisable in three equal annual installments, beginning 3/22/2007.
- (6) Option granted on 3/28/2007 and becomes exercisable in three equal annual installments, beginning 3/28/2008.
- (7) Option granted on 7/30/2007 and becomes exercisable in three equal annual installments, beginning 7/30/2008.
- (8) Option granted on 3/26/2008 and becomes exercisable in three equal annual installments, beginning 3/26/2009.
- (9) Option granted on 3/25/2009 and becomes exercisable in three equal annual installments, beginning 3/25/2010.

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.