

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* HICKS KEN C (Last) (First) (Middle) C/O FOOT LOCKER, INC. 112 WEST 34TH STREET (Street) NEW YORK NY 10120 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol FOOT LOCKER INC [FL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 08/25/2009	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/25/2009		A ⁽¹⁾		100,000	A	\$0	100,000	D	
Common Stock	08/25/2009		A ⁽²⁾		400,000	A	\$0	500,000	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee stock option (right to buy)	\$10.1	08/25/2009		A		300,000		08/25/2010 ⁽³⁾	08/25/2019	Common Stock	300,000	\$0	300,000	D	
Employee stock option (right to buy)	\$10.1	08/25/2009		A		300,000		02/25/2010 ⁽⁴⁾	08/25/2019	Common Stock	300,000	\$0	300,000	D	

Explanation of Responses:

1. Restricted stock award under the Foot Locker 2007 Stock Incentive Plan, which shall become vested on January 31, 2013, subject to the reporting person's continued employment as CEO of Foot Locker, Inc. through such date.
2. Restricted stock award under the Foot Locker 2007 Stock Incentive Plan, which shall become vested as follows, subject to the reporting person's continued employment as CEO of Foot Locker, Inc. through such vesting dates: 100,000 shares on January 31, 2011; 100,000 shares on January 31, 2012; and 200,000 shares on January 31, 2013.
3. Option to become exercisable in three equal annual installments, beginning August 25, 2010, which is the first anniversary of the date of grant.
4. 150,000 shares of such option to become exercisable on February 25, 2010 and the balance of 150,000 shares to become exercisable on August 25, 2010.

Remarks:

Sheilagh M. Clarke, Attorney-in-Fact for Ken C. Hicks 08/26/2009

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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