

FOOT LOCKER INC
Form 3
June 03, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 *

Â Clarke Sheilagh

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/01/2014

3. Issuer Name **and** Ticker or Trading Symbol
FOOT LOCKER INC [FL]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
SVP, Gen. Counsel & Secretary

C/O FOOT LOCKER,
INC.,Â 112 WEST 34TH
STREET

(Street)

NEW YORK,Â NYÂ 10120

(City)

(State)

(Zip)

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 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

19,670

D

Â

Common Stock

2,659 ⁽¹⁾

D

Â

Common Stock

1,665.122

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)

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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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Employee stock option (right to buy)	03/23/2006 ⁽²⁾	03/23/2015	Common Stock	1,500	\$ 28.155	D Â
Employee stock option (right to buy)	03/23/2011 ⁽³⁾	03/23/2020	Common Stock	4,000	\$ 15.1	D Â
Employee stock option (right to buy)	03/23/2012 ⁽⁴⁾	03/23/2021	Common Stock	8,000	\$ 18.84	D Â
Employee stock option (right to buy)	03/21/2013 ⁽⁵⁾	03/21/2022	Common Stock	7,300	\$ 30.92	D Â
Employee stock option (right to buy)	03/28/2014 ⁽⁶⁾	03/28/2023	Common Stock	7,000	\$ 34.24	D Â
Employee stock option (right to buy)	03/26/2015 ⁽⁷⁾	03/26/2024	Common Stock	6,000	\$ 45.08	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Clarke Sheilagh C/O FOOT LOCKER, INC. 112 WEST 34TH STREET NEW YORK, NY 10120	Â	Â	Â SVP, Gen. Counsel & Secretary	Â

Signatures

Sheilagh Clarke 06/03/2014

__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) Represents performance-based restricted stock units earned for the 2012-2013 long-term incentive period. The restricted stock units will vest on March 21, 2015 and are payable solely in shares of the Company's common stock.
- (2) Option granted on March 23, 2005 and became exercisable in three equal annual installments beginning March 23, 2006.
- (3) Option granted on March 23, 2010 and became exercisable in three equal annual installments beginning March 23, 2011.
- (4) Option granted on March 23, 2011 and became exercisable in three equal annual installments beginning March 23, 2012.
- (5) Option granted on March 21, 2012 and becomes exercisable in three equal annual installments beginning March 21, 2013.
- (6) Option granted on March 28, 2013 and becomes exercisable in three equal annual installments beginning March 28, 2014.

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(7) Option granted on March 26, 2014 and becomes exercisable in three equal annual installments beginning March 26, 2015.

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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