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PETERS LA	UREN B										
Form 4											
March 29, 20)11										
FORM	OMB A	OMB APPROVAL									
CURINE 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check th								Expires:	January 31,		
if no long subject to		OF CHAN	NGES IN	BENEF	ICIA	L OW	NERSHIP OF	Estimated average 2005			
Section 1	SECUR	ECURITIES					burden hours per				
Form 4 o	r						response 0.5				
Form 5	Filed pursuant					-					
obligation may cont	inue Section 17(a) of		•	•	· ·			1			
See Instru		(h) of the I	nvestment	Compar	iy Ac	t of 194	0				
1(b).											
(Defined and Trained I)										
(Print or Type I	(xesponses)										
1 Name and A	ddress of Reporting Person	*) Ioon	Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to				
PETERS LA		Symbol					Issuer				
		-	FOOT LOCKER INC [FL]								
(1 +)	$(\mathbf{T}_{i}^{t}, \mathbf{t}_{i}^{t})$ $(\mathbf{M}_{i}^{t}, \mathbf{t}_{i}^{t})$		3. Date of Earliest Transaction				(Check all applicable)				
(Last)	(First) (Middle)			ansaction			Director	100	Owner		
FOOTLOC	KER, INC., 112 WES		th/Day/Year) 6/2011			Director 10% Owner Officer (give title Other (specify					
34TH STRE					below) below) Sr. VP - Strategic Planning						
								-	-		
	(Street)		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
	nth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person						
NEW YORK, NY 10120											
	R , R 10120						Person				
(City)	(State) (Zip)	Tab	ole I - Non-D	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction Date 2A.	Deemed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year) Exec	ution Date, if	Transactio		-		Securities	Form: Direct			
(Instr. 3)	any (Mor	th/Dov/Veor)	Code (Instr. 8)	(Instr. 3,	4 and	5)	Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership		
		th/Day/Year)	(Instr. 8)				Following	(Instr. 4)	(Instr. 4)		
					(A)		Reported	· · · ·	. ,		
					or		Transaction(s)				
			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common	03/26/2011		F	4,622	D	\$	71,799	D			
Stock				.,022	_	19.86	,				
Common							1 211 002	т	401(k)		
Stock							1,311.992	Ι	Plan		

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

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 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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) tive ies ed ed 3,		Under Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
PETERS LAUREN B FOOT LOCKER, INC. 112 WEST 34TH STREET NEW YORK, NY 10120			Sr. VP - Strategic Planning					
Signatures								
Sheilagh M. Clarke, Attorney-i Peters	in-Fact fo	r Lauren B.	03/28/2011					
<u>**</u> Signature of Reporti	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).

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.