

FOOT LOCKER INC  
Form 8-K  
July 31, 2007

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

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): July 30, 2007

**Foot Locker, Inc.**

(Exact Name of Registrant as Specified in its Charter)

**New York**  
(State or other Jurisdiction  
of Incorporation)

**1-10299**  
(Commission File Number)

**13-3513936**  
(I.R.S. Employer  
Identification No.)

**112 West 34<sup>th</sup> Street, New York, New York**  
(Address of Principal Executive Offices)

**10120**  
(Zip Code)

Registrant's telephone number, including area code: **212-720-3700**

**Former Name/Address**

(Former name or former address, if changed from last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events**

On July 30, 2007, Foot Locker, Inc. (the "Company") issued a press release announcing certain strategic initiatives designed to strengthen its business operations, updating its second quarter 2007 earnings guidance, and confirming the retention of Lehman Brothers as an advisor to work with the Company to evaluate strategic alternatives. A copy of the press release is furnished as Exhibit 99.1, which, in its entirety, is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits

99.1 Press Release of Foot Locker, Inc. dated July 30, 2007.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**FOOT LOCKER, INC.**  
(Registrant)

Date: July 30, 2007

By: /s/ Gary M. Bahler  
*Senior Vice President, General Counsel  
and Secretary*

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colspan="4" valign="top" width="71%" style="BORDER-TOP: medium none">

NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Dan Ashworth

2

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING

	PERSON WITH
	5
SOLE VOTING POWER	
0	
	6
SHARED VOTING POWER	
2,117,092	
	7
SOLE DISPOSITIVE POWER	
0	
	8
SHARED DISPOSITIVE POWER	
2,117,092	
	9
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
2,117,092**	
	10
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
	11
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
7.7%**	
	12
TYPE OF REPORTING PERSON*	
IN	

\*SEE INSTRUCTIONS BEFORE FILLING OUT

\*\*SEE ITEM 4(b).

CUSIP No. 897837100

13G

1 NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Ashworth Holdings, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Utah

5 SOLE VOTING POWER

0

6 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7 SHARED VOTING POWER

2,117,092

8 SOLE DISPOSITIVE POWER

0

9 SHARED DISPOSITIVE POWER

2,117,092

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,117,092\*\*

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.7%\*\*

12 TYPE OF REPORTING PERSON\*

OO

\*SEE INSTRUCTIONS BEFORE FILLING OUT

\*\*SEE ITEM 4(b).

SCHEDULE 13G

This Schedule 13G (the "Schedule 13G") is being filed on behalf of Dan Ashworth, a resident of Utah ("Ashworth"), and Ashworth Holdings, LLC, a Utah limited liability company ("Ashworth Holdings," and together with Ashworth, the "Reporting Persons"). This Schedule 13G relates to shares of common stock, par value \$0.001 per share ("Common Stock") of True Drinks Holdings, Inc., a Nevada corporation (the "Issuer").

Item 1(a) Name of Issuer.

True Drinks Holdings, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices.

18552 MacArthur Boulevard, Suite 325  
Irvine, CA 91612

Item 2(a) Name of Person Filing.

Dan Ashworth

Ashworth Holdings, LLC

Item 2(b) Address of Principal Business Office, or, if none, Residence.

Dan Ashworth  
6192 West Valley Drive  
Highland, UT 94003

Ashworth Holdings

6192 West Valley Drive

Highland, UT 94003

Item 2(c) Citizenship or Place of Organization.

Ashworth: United States  
Ashworth Holdings: Utah

Item 2(d) Title of Class of Securities.

Common Stock, par value \$0.001 per share.

Item 2(e) CUSIP Number.

897837100

Item 3 If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C.78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment advisor in accordance with §240.13d-1(b)(1)(ii)(E).
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4 Ownership.

- (a) The Reporting Persons may be deemed the beneficial owner of 2,117,092 shares of Common Stock.
- (b)The Reporting Persons may be deemed the beneficial owners of 7.7% of the outstanding shares of Common Stock. The percentage is determined by dividing 2,117,092 by 27,456,412, which is the number of shares of Common Stock outstanding as of January 18, 2013, as disclosed by the Issuer on its Form 8-K filed on January 18, 2013, plus 960,087, the number of shares of Common Stock that Ashworth Holdings has the right to purchase from the Issuer pursuant to convertible notes and an option agreement with the Issuer.
- (c)The Reporting Persons may be deemed to have the shared power to vote and dispose of the 2,117,092 shares of Common Stock beneficially owned.

Item 5 Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the Reporting Person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ].

Item 6 Ownership of More Than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported On by the Parent Holding Company.

Not Applicable.



Item 8 Identification and Classification of Members of the Group.

Not Applicable.

Item 9 Notice of Dissolution of Group.

Not Applicable.

Item 10 Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

Exhibits Exhibit 1

Exhibit 99.1 Joint Filing Agreement

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 7, 2013

/s/ Dan Ashworth  
DAN ASHWORTH

ASHWORTH HOLDINGS, LLC

By: /s/ Dan Ashworth  
Name: Dan Ashworth  
Title: Manager