

FOOT LOCKER INC
Form 8-K
May 22, 2009

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

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): May 21, 2009

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 34th 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)

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 2.02. Results of Operation and Financial Condition

On May 21, 2009, Foot Locker, Inc. (the "Company") issued a press release announcing its operating results for the first quarter of 2009. The press release includes a non-GAAP financial measure of the prior-year period net income before an impairment charge and store closing expenses, which the Company believes is a useful measure to investors because it allows for a more direct comparison of the Company's performance for the first quarter of 2009 to the Company's performance in the prior-year period. A reconciliation schedule of the non-GAAP measures to GAAP is provided in the release.

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

Press Release of Foot Locker, Inc. dated May 21, 2009 reporting operating results for 99.1 the first quarter of 2009.

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: May 21, 2009

By: /s/ Robert W. McHugh
*Executive Vice President and
Chief Financial Officer*
