

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 14A  
(Rule 14A-101)

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant [ ]

Filed by a Party other than the Registrant [x]

Check the appropriate box:

- [ ] Preliminary Proxy Statement  
[ ] Definitive Proxy Statement [ ] Confidential, for Use of the  
[X] Definitive Additional Materials Commission Only (as permitted)  
[ ] Soliciting Material Pursuant to by Rule 14a-6(e) (2)  
Rule 14a-11(c) or Rule 14a-12

VENATOR GROUP, INC.

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(Name of Registrant as Specified In Its Charter)

GREENWAY PARTNERS, L.P.  
GARY K. DUBERSTEIN  
ANDREW P. HINES  
ALFRED D. KINGSLEY  
HOWARD STEIN

-----  
(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of filing fee (Check the appropriate box):

- [x] No Fee Required.  
[ ] Fee computed on table below per Exchange Act Rules 14a-6(i) (4) and 0-11.

(1) Title of each class of securities to which transaction applies:  
Not applicable

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(2) Aggregate number of securities to which transaction applies: Not  
applicable.

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(3) Per unit price or other underlying value of transaction computed  
pursuant to Exchange Act Rule 0-11 (set forth the amount on which the  
filing fee is calculated and state how it was determined): Not  
applicable.

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(4) Proposed maximum aggregate value of transaction: Not applicable.

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(5) Total Fee Paid: Not applicable.  
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[ ] Fee paid previously with preliminary materials:

[ ] Check box if any part of the fee is offset as provided by Exchange Act Rule  
0-11(a) (2) and identify the filing for which the offsetting fee was paid  
previously. Identify the previous filing by registration statement number,  
or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid: Not applicable.

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(2) Form, Schedule or Registration Statement No.: Not applicable.

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(3) Filing Party: Not applicable.

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(4) Date Filed: Not applicable.  
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July 12, 1999

December 12, 1994  
Closing Prices:  
DJIA 3807  
S&P 500 459  
Z 14-1/4

July 7, 1999  
Closing Prices:  
DJIA 11187  
S&P 500 1396  
Z 9-1/2

Z FACTS

December 1994	Roger Farah hired; December 11, 1994
April 1995	Dividend Suspended after 83 years
January 1996	Director's Annual Retainer INCREASED to \$40,000 from \$24,000, Directors required to take at least \$20,000 in stock.
March 1997	Stock removed from Dow Jones 30 industrials
April 1998	Board adopted new poison pill June 1998 Name changed from Woolworth to Venator December 1998 Stock removed from S&P 500 April 1999 Board renewed Roger Farah's contract; old contract did not expire until 1/31/2000.

It appears that, since 1990 current directors have only made net purchases of about 20,000 shares in the open market. Roger Farah has not purchased any shares in the open market but has received, through Company compensation arrangements, about 600,000 shares and options to purchase an additional 1,475,000 shares.

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\* TABULAR REPRESENTATION OF CHART IN APPENDIX HERETO

## Appendix

Week of -----	High -----	Low ---
5-Jul-99	9.875	9.25
28-Jun-99	10.8125	9.25
21-Jun-99	9.875	9.25
14-Jun-99	10.125	8.375
7-Jun-99	10.875	8.875
31-May-99	11.3125	10.375
24-May-99	11.625	9.8125
17-May-99	12	10.75
10-May-99	11.8125	9.1875
3-May-99	11.375	9.5
26-Apr-99	11.5	9.25
19-Apr-99	10	8.3125
12-Apr-99	9.6875	7.5
5-Apr-99	8.75	6.875
29-Mar-99	7.4375	6.875
22-Mar-99	7.25	5.9375
15-Mar-99	6.4375	5.5625
8-Mar-99	5.3125	4.3125
1-Mar-99	5.375	4.5
22-Feb-99	5.125	4.25
15-Feb-99	4.5625	3.1875
8-Feb-99	5.3125	4.375
1-Feb-99	5.4375	4.875
25-Jan-99	5.8125	4.25
18-Jan-99	6.6875	5.5625
11-Jan-99	7.6875	6.375
4-Jan-99	7.8125	6.5625
28-Dec-98	6.75	5.8125
21-Dec-98	7.3125	6
14-Dec-98	7.375	6.8125
7-Dec-98	7.875	6.4375
30-Nov-98	8.1875	6.8125
23-Nov-98	8.75	8.1875
16-Nov-98	10.9688	8.5
9-Nov-98	12.5625	9.875
2-Nov-98	10.375	8.375
26-Oct-98	9.25	8.1875
19-Oct-98	9.375	7.9375
12-Oct-98	8.5	7.25
5-Oct-98	8.9375	6.75
28-Sep-98	9.875	8.125
21-Sep-98	10.6875	9.3125
14-Sep-98	11.4375	9.375
7-Sep-98	9.375	8.4375
31-Aug-98	10.125	8.4375
24-Aug-98	11.3125	9.1875
17-Aug-98	13	10.75
10-Aug-98	14.0625	12.375
3-Aug-98	14.4375	12.5625
27-Jul-98	16.125	14.3125
20-Jul-98	17.125	15.6875
13-Jul-98	18.125	16.875
6-Jul-98	21	17.25
29-Jun-98	21.5	18.5
22-Jun-98	19.625	18.5
15-Jun-98	19.875	19
8-Jun-98	21.0625	19.5625
1-Jun-98	20	19
25-May-98	20.4375	19.4375
18-May-98	20.9375	20.3125
11-May-98	21.5625	20.8125
4-May-98	23.25	20.5
27-Apr-98	23.3125	22.1875
20-Apr-98	24.875	23
13-Apr-98	24.9375	24.0625
6-Apr-98	25.875	24.875
30-Mar-98	25.5625	24.75
23-Mar-98	27.25	25.5625
16-Mar-98	26.9375	24.375
9-Mar-98	25.0625	23.625
2-Mar-98	24	23.0625
23-Feb-98	24.25	23.25
16-Feb-98	24	23

9-Feb-98	23.4375	21.5
2-Feb-98	22.75	21.5
26-Jan-98	22.3125	19.75
19-Jan-98	20.3125	19.75
12-Jan-98	20.1875	18.5625
5-Jan-98	20.8125	19.625
29-Dec-97	20.8125	19.75
22-Dec-97	20.625	19.625
15-Dec-97	21.6875	19.375
8-Dec-97	22.375	20.1875
1-Dec-97	23.25	21.125
24-Nov-97	22.25	20.75
17-Nov-97	21.375	19.875
10-Nov-97	20.9375	19.5
3-Nov-97	21.75	18.5
27-Oct-97	19.6875	18.25
20-Oct-97	20.25	19.25
13-Oct-97	21.375	19.8125
6-Oct-97	22.375	19.9375
29-Sep-97	22.4375	21.75
22-Sep-97	22.125	21.4375
15-Sep-97	24	21.5
8-Sep-97	23.6875	22.6875
1-Sep-97	23.5	22.375
25-Aug-97	24.875	22.125
18-Aug-97	26.125	24.25
11-Aug-97	27.875	25.5625
4-Aug-97	28.75	27.5
28-Jul-97	28.4375	26.75
21-Jul-97	28.1875	26.875
14-Jul-97	27.9375	23.875
7-Jul-97	26.5	24.625
30-Jun-97	25.6875	24
23-Jun-97	25.375	24
16-Jun-97	26.5	25.25
9-Jun-97	26.875	23.875
2-Jun-97	24.75	23.625
26-May-97	24.625	23.125
19-May-97	23.625	22.5
12-May-97	22.625	21.125
5-May-97	21.625	20.625
28-Apr-97	21.75	19.375
21-Apr-97	21	18.5
14-Apr-97	21.5	19.625
7-Apr-97	22.625	21.25
31-Mar-97	23.375	21.75
24-Mar-97	23.5	22.75
17-Mar-97	23.625	22.375
10-Mar-97	24.125	21.25
3-Mar-97	22.5	20.5
24-Feb-97	21.5	19.75
17-Feb-97	20.5	19.375
10-Feb-97	20.25	19.5
3-Feb-97	20.5	19.375
27-Jan-97	20.875	19.625
20-Jan-97	21.375	20.25
13-Jan-97	21.375	20.625
6-Jan-97	21.5625	20.25
30-Dec-96	22.5	21
23-Dec-96	22.125	21.125
16-Dec-96	23.25	21.375
9-Dec-96	23.75	23
2-Dec-96	24.375	22.375
25-Nov-96	24.125	23.625
18-Nov-96	25.25	23.75
11-Nov-96	25.25	21.75
4-Nov-96	22	20.625
28-Oct-96	21.875	20.75
21-Oct-96	22.375	21.375
14-Oct-96	22.25	20.875
7-Oct-96	21.75	20.75
30-Sep-96	21.5	20.625
23-Sep-96	21.625	20.5
16-Sep-96	22	21.5
9-Sep-96	22	20.875
2-Sep-96	21.25	20.375
26-Aug-96	21.875	21
19-Aug-96	21.5	20.875
12-Aug-96	22.375	20.25
5-Aug-96	20.75	19.5
29-Jul-96	19.5	18.625

22-Jul-96	20.5	19.375
15-Jul-96	21.125	19.375
8-Jul-96	21.75	20.375
1-Jul-96	22.625	21.5
24-Jun-96	22.625	20.875
17-Jun-96	22.625	21.125
10-Jun-96	23.25	21.875
3-Jun-96	23.125	20.375
27-May-96	21.875	20.25
20-May-96	21.875	20.75
13-May-96	20.875	18.5
6-May-96	19.125	18.25
29-Apr-96	19.5	18.5
22-Apr-96	19.75	18.25
15-Apr-96	18.75	17.5
8-Apr-96	18.25	15
1-Apr-96	15.875	15.125
25-Mar-96	15.875	14.875
18-Mar-96	16	15.125
11-Mar-96	16	13.625
4-Mar-96	15.25	12.375
26-Feb-96	12.625	11.75
19-Feb-96	12.25	11.75
12-Feb-96	12.875	12.125
5-Feb-96	12.875	11.375
29-Jan-96	12	10.875
22-Jan-96	11.375	10
15-Jan-96	10.875	9.375
8-Jan-96	12.375	10.5
1-Jan-96	13.25	12.25
1-Jan-96	13.625	12.25
18-Dec-95	13.875	13.25
11-Dec-95	14.625	14
4-Dec-95	15.125	14.25
27-Nov-95	15.375	14.625
20-Nov-95	15.5	15.125
13-Nov-95	15.75	13.875
6-Nov-95	14.375	13.75
30-Oct-95	14.875	13.875
23-Oct-95	15.75	14.5
16-Oct-95	16.875	15.625
9-Oct-95	16.875	15.125
2-Oct-95	16	15.25
25-Sep-95	16.25	15
18-Sep-95	15.625	13.625
11-Sep-95	14.5	13.75
4-Sep-95	14.375	12.875
28-Aug-95	13.375	12.75
21-Aug-95	13.875	13
14-Aug-95	14.25	13.75
7-Aug-95	14.875	13.875
31-Jul-95	15.875	14.625
24-Jul-95	16.125	15.375
17-Jul-95	15.75	14.625
10-Jul-95	15	14.375
3-Jul-95	15.25	14.75
26-Jun-95	15.5	14.625
19-Jun-95	15.625	15.125
12-Jun-95	15.75	15.25
5-Jun-95	16.25	15
29-May-95	15.5	14.875
22-May-95	15.375	14.875
15-May-95	16.125	15
8-May-95	16.375	15.25
1-May-95	16.375	15.5
24-Apr-95	16.125	15.125
17-Apr-95	16.375	14.75
10-Apr-95	18.875	15.625
3-Apr-95	19.375	18
27-Mar-95	18.5	17.25
20-Mar-95	18	16.25
13-Mar-95	16.5	15.625
6-Mar-95	15.875	15
27-Feb-95	15.75	15
20-Feb-95	15.5	14.75
13-Feb-95	15.875	15
6-Feb-95	16.5	15.625
30-Jan-95	16.375	15.5
23-Jan-95	15.875	15.2297
16-Jan-95	16.2203	15.4774
9-Jan-95	16.5917	15.8488

2-Jan-95	16.8394	15.3535
2-Jan-95	15.9726	14.2392
19-Dec-94	14.7344	13.9915
12-Dec-94	14.363	13.6201
5-Dec-94	14.2392	13.3724