

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>MINA RICK</u> (Last) (First) (Middle) <u>FOOT LOCKER, INC.</u> <u>112 WEST 34TH STREET</u> (Street) <u>NEW YORK, NY 10120</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FOOT LOCKER INC [FL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Pres. and CEO - U.S.A.</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/10/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/10/2006		J ⁽¹⁾		30,000	D	\$0 ⁽²⁾	235,586 ⁽³⁾	D	
Common Stock								156.675	I	401(k) Plan

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee stock option (right to buy)	\$22.1875	07/10/2006		J ⁽⁴⁾			6,000	04/09/1998 ⁽⁵⁾	04/09/2007	Common Stock	6,000	\$0	12,000	D	
Employee stock option (right to buy)	\$11.3125	07/10/2006		J ⁽⁶⁾			10,919	04/12/2001 ⁽⁷⁾	04/12/2010	Common Stock	10,919	\$0	21,838	D	
Employee stock option (right to buy)	\$12.985	07/10/2006		J ⁽⁸⁾			25,000	04/11/2002 ⁽⁹⁾	04/11/2011	Common Stock	25,000	\$0	50,000	D	
Employee stock option (right to buy)	\$16.02	07/10/2006		J ⁽¹⁰⁾			25,000	04/18/2003 ⁽¹¹⁾	04/18/2012	Common Stock	25,000	\$0	50,000	D	
Employee stock option (right to buy)	\$10.065	07/10/2006		J ⁽¹²⁾			50,000	02/02/2004 ⁽¹³⁾	02/02/2013	Common Stock	50,000	\$0	100,000	D	

Explanation of Responses:

- Transfer of shares to spouse on October 31, 2006 in connection with the Matrimonial Settlement Agreement between reporting person and his spouse executed on July 10, 2006. Executive disclaims beneficial ownership of such shares following transfer.
- Transfer of shares to spouse on October 31, 2006 in connection with the Matrimonial Settlement Agreement between reporting person and his spouse executed on July 10, 2006.
- Includes 58 shares acquired on June 1, 2006 through the Employees Stock Purchase Plan.
- Pursuant to a Matrimonial Settlement Agreement between reporting person and his spouse executed on July 10, 2006, the reporting person is obligated to transfer the economic benefit of 50% of his stock options that were vested as of 2/3/06, to exercise such options solely at the direction of his spouse, and to deliver either the shares or the cash proceeds, net of withholding taxes, to his spouse. The number of shares reflected in Column 5 represents 50% of the reporting person's vested options from the individual grants as of 2/3/06. The number of shares reflected in Column 9 represents the total number of shares outstanding from such grant, inclusive of the shares in Column 5.
- Option granted on 4/9/97 and became exercisable in three equal annual installments, beginning 4/9/98.
- See footnote #4 above.
- Option granted on 4/12/00 and became exercisable in three equal annual installments, beginning 4/12/01.
- See footnote #4 above.
- Option granted on 4/11/01 and became exercisable in three equal annual installments, beginning 4/11/02.

- 10. See footnote #4 above.
- 11. Option granted on 4/18/02 and became exercisable in three equal annual installments, beginning 4/18/03.
- 12. See footnote #4 above.
- 13. Option granted on 2/2/03 and became exercisable in three equal annual installments, beginning 2/2/04.

Remarks:

Sheilagh M. Clarke, Attorney-
in-Fact for Rick Mina 11/07/2006

** Signature of Reporting Person Date

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

* 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.

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 Number.