

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): June 11, 1998

VENATOR GROUP, INC.

(Exact name of registrant as specified in its charter)

New York	No. 1-10299	13-3513936
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(State or other jurisdic- tion of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

233 Broadway, New York, New York	10279-0003
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(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (212) 553-2000

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Item 5. Other Events.

On March 11, 1998, the Board of Directors of the Registrant approved, and recommended for adoption by shareholders, an amendment to Article First of the Registrant's Certificate of Incorporation to change the name of the Registrant to Venator Group, Inc. On June 11, 1998, shareholders of the Registrant approved the proposal to change the name of the Registrant. The Registrant filed a Certificate of Amendment to the Certificate of Incorporation with the Department of State of the State of New York, effective June 11, 1998, changing the name of the Registrant from Woolworth Corporation to Venator Group, Inc. as of this date.

SIGNATURES

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 being hereunto duly authorized.

VENATOR GROUP, INC.

(Registrant)

Date: June 24, 1998

By: /s/ Gary M. Bahler

Gary M. Bahler
Vice President, General
Counsel and Secretary