

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): August 2, 2005

**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))
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**Item 2.02.**      **Results of Operation and Financial Condition**

On August 2, 2005, Foot Locker, Inc. issued a press release announcing its sales results for the second quarter of 2005 and providing updated earnings per share guidance for the quarter. 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 August 2, 2005 reporting sales results for the second quarter of 2005.

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**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: August 2, 2005

By: /s/ Bruce L. Hartman

*Executive Vice President and Chief Financial Officer*

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## FOOT LOCKER, INC.

## NEWS RELEASE

Contact: Peter D. Brown  
Vice President, Treasurer  
and Investor Relations  
Foot Locker, Inc.  
(212)720-4254

**FOOT LOCKER, INC. REPORTS SECOND QUARTER SALES**

- **Second Quarter Total Sales Increased 3.0 Percent**
- **Second Quarter Comparable-Store Sales Increased 1.3 Percent**
- **Second Quarter Earnings Per Share Expected to be \$0.27 - \$0.29**

NEW YORK, NY, August 2, 2005 – Foot Locker, Inc. (NYSE: FL), the New York-based specialty athletic retailer, today reported sales for the 13-week period ended July 30, 2005 of \$1,306 million, versus \$1,268 million in the comparable period last year, an increase of 3.0 percent. For this same 13-week period, comparable store sales increased 1.3 percent.

For the 26-week period ended July 30, 2005, sales increased 9.3 percent to \$2,682 million, from \$2,454 million in the Company's corresponding period last year. Comparable-store sales for the Company's first six months of its 2005 fiscal year increased 2.0 percent.

Excluding the effect of foreign currency fluctuations, total sales for the 13-week and 26-week periods increased 2.2 percent and 8.2 percent, respectively.

Second quarter comparable store sales reflected a mid-single digit increase at the Company's combined U.S. businesses, led by a double-digit increase at Champs Sports. Comparable-store sales results at the Company's international Foot Locker operations were mixed with the Canadian and Asia/Pacific stores posting very solid mid-single digit increases, which were more than offset by a high-single digit decline at the Company's European stores.

"While our European business remains productive, generating a double digit profit margin, our recent financial results in this region were below our expectations and very disappointing," stated Matthew D. Serra, Foot Locker, Inc.'s Chairman and Chief Executive Officer. "Second quarter profit at Foot Locker Europe declined from the comparable period last year, more than offsetting the combined profit increase generated by our other divisions. Therefore, we currently expect earnings per share for the second quarter to be in the range of \$0.27 to \$0.29. Updated earnings per share guidance for the balance of 2005 will be provided on August 19, 2005 during our second quarter 2005 earnings conference call."

Mr. Serra continued, "Our U.S. business, in contrast, has had improving sales and profit results. We continue to be encouraged with the building sales momentum at Footaction, whose results will be included in the Company's comparable-store sales beginning in the third quarter of 2005."

Foot Locker, Inc. plans to report second quarter 2005 and year-to-date results on Thursday, August 18, 2005. A conference call is scheduled on Friday, August 19, 2005 for 10:00 a.m. EDT to discuss these results and provide guidance with regard to its earnings outlook for the balance of 2005. This conference call may be accessed live from the Investor Relations section of the Foot Locker, Inc. website at <http://www.footlocker-inc.com>. Please log-on to the website at least 15 minutes prior to the call in order to download any necessary software. The webcast conference call will be available for replay until 5:00 p.m. Monday, August 29, 2005. News releases are also available on the Internet at <http://www.prnewswire.com> or on Foot Locker Inc.'s website at <http://www.footlocker-inc.com>.

Foot Locker, Inc. is a specialty athletic retailer that operates approximately 4,000 stores in 18 countries in North America, Europe and Australia. Through its Foot Locker, Footaction, Lady Foot Locker, Kids Foot Locker and Champs Sports retail stores, as well as its direct-to-customer channel Footlocker.com/Eastbay, the Company is the leading provider of athletic footwear and apparel.

**Foot Locker, Inc.** 112 West 34th Street New York NY 10120 Tel. 212.720.3700

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### **Disclosure Regarding Forward-Looking Statements**

*This press release contains forward-looking statements, which reflect management's current views of future events and financial performance. These forward-looking statements are based on many assumptions and factors detailed in the Company's filings with the Securities and Exchange Commission, including the effects of currency fluctuations, customer demand, fashion trends, competitive market forces, uncertainties related to the effect of competitive products and pricing, customer acceptance of the Company's merchandise mix and retail locations, the Company's reliance on a few key vendors for a majority of its merchandise purchases (including a significant portion from one key vendor), unseasonable weather, risks associated with foreign global sourcing, including political instability, changes in import regulations, disruptions to transportation services and distribution, economic conditions worldwide, any changes in business, political and economic conditions due to the threat of future terrorist activities in the United States or in other parts of the world and related U.S. military action overseas and the ability of the Company to execute its business plans effectively with regard to each of its business units. Any changes in such assumptions or factors could produce significantly different results. The Company undertakes no obligation to update forward-looking statements, whether as a result of new information, future events, or otherwise.*

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