

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): February 19, 2014

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))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On February 19, 2014, the Board of Directors of Foot Locker, Inc. (the "Company") increased the total number of directors to 10 and elected Steven Oakland a director of the Company to serve until the 2014 Annual Meeting of Shareholders. The Board of Directors appointed Mr. Oakland to the Compensation and Management Resources Committee and the Nominating and Corporate Governance Committee, effective February 19, 2014.

As a nonemployee director of the Company, Mr. Oakland will receive the same compensation as the other nonemployee members of the Board, consisting of an annual retainer fee of \$110,000, prorated for 2014, which is payable one-half in cash and one-half in shares of the Company's Common Stock, meeting fees of \$2,000 for attendance at each Board and committee meeting, and restricted stock unit awards as may be granted from time to time to nonemployee directors under the Company's stock incentive plan.

On February 19, 2014, the Company issued a press release announcing the election of Mr. Oakland to the Company's Board of Directors. 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 February 19, 2014

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: February 21, 2014

By: /s/ Gary M. Bahler
Senior Vice President, General Counsel and Secretary

FOOT LOCKER, INC.

Exhibit 99.1

NEWS RELEASE

Contact: John Maurer
Vice President,
Treasurer & Investor Relations
Foot Locker, Inc.
(212) 720-4092

FOOT LOCKER, INC. ELECTS STEVEN OAKLAND TO THE BOARD OF DIRECTORS

NEW YORK, NY, February 19, 2014 – Foot Locker, Inc. (NYSE: FL), the New York-based specialty athletic retailer, announced today that its Board of Directors elected Steven Oakland as a director of the Company.

Mr. Oakland is currently President -- International, Foodservice, and Natural Foods of The J.M. Smucker Company. Mr. Oakland has spent the bulk of his career at The J.M. Smucker Company, serving in increasingly senior positions. He has extensive experience in domestic and international retail operations at the company, having also served as President of U.S. Retail for Smucker's, Jif, and Hungry Jack, and as General Manager of its Canadian operations.

"We are very excited to be bringing a person of Steve Oakland's talent and caliber onto our Board. He has a wealth of experience at J.M. Smucker, with particular strength in marketing and brand-building," said Ken C. Hicks, Chairman of the Board and Chief Executive Officer of Foot Locker, Inc., adding "I know Steve will be a great fit with and strong contributor to our already strong Board of Directors."

Foot Locker, Inc. is a specialty athletic retailer that as of February 1, 2014 operated 3,473 stores in 23 countries in North America, Europe, Australia, and New Zealand. Through its Foot Locker, Footaction, Lady Foot Locker, Kids Foot Locker, Champs Sports, SIX:02, Runners Point, and Sidestep retail stores, as well as its direct-to-customer channels, including footlocker.com, Eastbay.com, CCS.com, SIX:02.com, runnerspoint.com, and sidestep-shoes.com, the Company is a leading provider of athletic footwear and apparel.

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