FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Washington, D.C. 20549

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STATEMENT	OF	CHANGES	IIN	BENEFICIAL	OWNERSHIP

ı	OMB APPRO	VAL
	OMB Number:	3235-0287
l	Estimated average burde	en
	hours per response:	0.5

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

1. Name and Address of Reporting Person* PRESTON JAMES E					2. Issuer Name and Ticker or Trading Symbol FOOT LOCKER INC [FL]								(Che	ck all ap	plicable)	g Person(s) to I		
(Last) (First) (Middle) C/O FOOT LOCKER, INC.					3. Date of Earliest Transaction (Month/Day/Year) 07/01/2010												(specify)	
112 WEST 34TH STREET (Street) NEW YORK NY 10120				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting				
(S	tate) (Zip)												Pers	SOFI			
	Tabl	le I - No	on-Deriv	ative	Sec	curitie	s Ac	quired	l, Dis	sposed o	of, or E	3ene	ficially	y Own	ed			
Date					Execution Date,								Secur Benef Owne	ities icially d Following	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	v	Amount (A) or (D)		Pr	ice	Trans	action(s)		(111501.4)	
Common Stock 07/01/2			2010		A ⁽¹⁾		5,942	A	\$	12.62 ⁽²) (93,939	D					
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
	Date Execution (Month/Day/Year) if any	on Date, Tr C. Day/Year) 8)		ransaction ode (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year) Date Expirat		Amount Security Underlyi Derivativ Security and 4)		tr. 3	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(FOT LOCKE ST 34TH S'ORK N (S Security (Ins Stock	(First) (CON JAMES E (State) (CON JAMES E	(First) (Middle) OT LOCKER, INC. ST 34TH STREET ORK NY 10120 (State) (Zip) Table I - Note of the content of	(First) (Middle) OT LOCKER, INC. ST 34TH STREET ORK NY 10120 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transac Date (Month/Da (e.g., p) Conversion or Exercise Price of Derivative (Month/Day/Year) Z. Transaction Date (Month/Day/Year) (Month/Day/Year)	(First) (Middle) OT LOCKER, INC. ST 34TH STREET Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security 2. Transaction Date (Month/Day/Year) Table II - Derivative Security 2. Transaction Date (e.g., puts, c. Conversion or Exercise Price of Derivative Security 3. D. O7/01/20 4. If	(First) (Middle) OT LOCKER, INC. ST 34TH STREET Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security (Month/Day/Year) Table II - Derivative Security (e.g., puts, calls (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Table III - Derivative Security (Month/Day/Year) 3. Date of O7/01/2010 Table III - Derivative Security (e.g., puts, calls of Derivative Security (Month/Day/Year) 3. Date of O7/01/2010 4. Transaction Code (Instr. 8)	(First) (Middle) OT LOCKER, INC. ST 34TH STREET Table I - Non-Derivative Securities (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) 2. Transaction Date (Month/Day/Year) A. Transaction Or Exercise Price of Derivative Security Security 3. Date of Earlies 07/01/2010 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Or Exercise Price of Derivative Security 3. Transaction One Code (Instr. 8) 5. Nu Or (Or (Instr. 8) Or (Instr. 8) Or (Instr. 8)	(First) (Middle) OT LOCKER, INC. ST 34TH STREET Table I - Non-Derivative Securities Action Date (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) 3. Date of Earliest Trans 07/01/2010 4. If Amendment, Date of Earliest Trans 07/01/2010 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8) 5. Number of Derivative Security (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle) OT LOCKER, INC. ST 34TH STREET ORK NY 10120 (State) (Zip) Table I - Non-Derivative Securities Acquired (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (and provided of (D) (Month/Day/Year) Table II - Derivative Securities Acquired, I (e.g., puts, calls, warrants, optio 2. Transaction Date (e.g., puts, calls, warrants, optio) 3. Transaction Date (f.g., puts, calls, warrants, optio) 3. Transaction Date (f.g., puts, calls, warrants, optio) 3. Transaction Date (f.g., puts, calls, warrants, optio) 2. Transaction Date (f.g., puts, calls, warrants, optio) 4. If Amendment, Date of Origin 3. Transaction Date (f.g., puts, calls, warrants, optio) Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date	(First) (Middle) OT LOCKER, INC. ST 34TH STREET Table I - Non-Derivative Securities Acquired, Disposed of (D) or Exercise Price of Derivative Security 1. Table II - Derivative Securities Acquired, Disposed of (D) or Disposed of (D) (Instr. 3, 4 and 5) EOOT LOCKER INC [FI 3.] 3. Date of Earliest Transaction (Month O7/01/2010) 4. If Amendment, Date of Original File Execution Date, if any (Month/Day/Year) 2. Transaction (Month/Day/Year) 3. Transaction Date, if any (Month/Day/Year) 4. Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) A. Deemed Execution Date, if any (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) B. Source Final Content of Date of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date	FOOT LOCKER INC [FL] (First) (Middle) OT LOCKER, INC. ST 34TH STREET Table I - Non-Derivative Securities Acquired, Disposed of Code (Instr. 3) 2. 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ST 34TH STREET Table I - Non-Derivative Securities Acquired, Disposed of, or Execution Date (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (D) (in Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (in Instr. 2) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible security (A) or Disposed of (D) (instr. 3, 4 and 5) Date Execution Date (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible security (A) or Disposed of (D) (instr. 3, 4 and 5) Date Expiration Date (Month/Day/Year) Date Expiration Date (Month/Day/Year)	FOOT LOCKER INC [FL] (First) (Middle) OT LOCKER, INC. ST 34TH STREET Table I - Non-Derivative Securities Acquired, Disposed of, or Bene Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year)	FOOT LOCKER INC [FL] 3. 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Date of Earliest Transaction (Month/Day/Year) OTRK NY 10120 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction (Tansaction) Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction (Tansaction) Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction (Tansaction) Date (Month/Day/Year) (Month/Da	FOOT LOCKER INC [FL] (First) (Middle) (Middl	

Explanation of Responses:

- 1. Stock distribution made in payment of the stock portion of the reporting person's 2010 annual retainer fee.
- $2. \ Value \ of \ consideration \ is \ equal \ to \ the \ closing \ price \ of \ a \ share \ of \ the \ Company's \ common \ stock \ on \ June \ 30, \ 2010.$

Remarks:

Sheilagh M. Clarke, Attorneyin-Fact for James E. Preston 07/06/2010

** 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.