

FOOT LOCKER INC
Form 3
February 29, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Kimble Lewis Phillip</p> <p>(Last) (First) (Middle)</p> <p>C/O FOOT LOCKER, INC., 112 WEST 34TH STREET</p> <p>(Street)</p> <p>NEW YORK, NY 10120</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/29/2016</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>FOOT LOCKER INC [FL]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP & CEO International</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	26,131	D	^
Common Stock	6,137 ⁽¹⁾	D	^
Common Stock	65.739	I	401(k) Plan

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	03/25/2010 ⁽²⁾	03/25/2019	Common Stock	6,667	\$ 9.93	D	Â
Employee Stock Option (right to buy)	03/28/2014 ⁽³⁾	03/28/2023	Common Stock	24,000	\$ 34.24	D	Â
Employee Stock Option (right to buy)	03/26/2015 ⁽⁴⁾	03/26/2024	Common Stock	19,000	\$ 45.08	D	Â
Employee Stock Option (right to buy)	03/25/2016 ⁽⁵⁾	03/25/2025	Common Stock	21,000	\$ 62.11	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kimble Lewis Phillip C/O FOOT LOCKER, INC. 112 WEST 34TH STREET NEW YORK,, NY 10120	Â	Â	Â EVP & CEO International	Â

Signatures

Sheilagh M. Clarke, Attorney-in-Fact for Lewis Phillip Kimble 02/29/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- (1) Represents performance-based restricted stock units earned for the 2013-14 long-term incentive period. The restricted stock units will vest on March 28, 2016 and are payable solely in shares of the Company's common stock.
- (2) Option granted on March 25, 2009 and became exercisable in three equal annual installments beginning March 25, 2010.
- (3) Option granted on March 28, 2013 and became exercisable in three equal annual installments beginning March 28, 2014.
- (4) Option granted on March 26, 2014 and became exercisable in three equal annual installments beginning March 26, 2015.
- (5) Option granted on March 25, 2015 and becomes exercisable in three equal annual installments beginning March 25, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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