### **COUCHMAN JONATHAN**

Form 4

February 10, 2006

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

**OMB APPROVAL** 

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * COUCHMAN JONATHAN  (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol FOOTSTAR INC [FTSTQ.PK]					5. Relationship of Reporting Person(s) to Issuer				
								(Check all applicable)				
(Last)		3. Date of Earliest Transaction					V D'					
C/O FOOTS	(Month/Day/Year) 02/08/2006					X Director 10% Owner Officer (give title Other (specify below)						
	(Street)		4. If Ame	ndment, Da	ate Original	l		6. Individual or	Joint/Group Fi	ling(Check		
	Filed(Month/Day/Year)					Applicable Line)						
MAHWAH	, NJ 07430							_X_ Form filed b	y One Reporting y More than One			
(City)	(State)	(Zip)										
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative S	Securi	ities Ac	quired, Disposed	of, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution (Instr. 3) any		med on Date, if Day/Year)	Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	Ownership Indir Form: Direct Bene (D) or Own	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
						(A)		Transaction(s) (Instr. 3 and 4)				
<b>a</b>				Code V	Amount	(D)	Price	(Ilisti. 3 alid 4)				
Common Stock	02/08/2006			A	10,000	A	\$ 0	410,000	D (1)			
Common Stock	02/08/2006			A	19,672	A	\$0	429,672	D (2)			
Common								557,600	I (3)	By		

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form

557,600

 $I^{(3)}$ 

Couchman

Partners LP

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# displays a currently valid OMB control

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date		Amou	nt of	Derivative	Deriv
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
		Derivative				Securities				3 and 4)		Owne
		Security				Acquired						Follo
		•				(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						(Instr. 3,						
						4, and 5)						
										Amaunt		
										Amount		
							Date	Expiration		Or		
							Exercisable	Date	Title Number			
				C + V	(A) (D)				of			
					Code V	(A) (D)				Shares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Director Other

**COUCHMAN JONATHAN** C/O FOOTSTAR, INC. 933 MACARTHUR BOULEVARD **MAHWAH**, NJ 07430

X

## **Signatures**

/s/ Jonathan M. 02/08/2006 Couchman

\*\*Signature of Reporting Date Person

## **Explanation of Responses:**

- 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).
- Restricted stock, granted on February 8, 2006. Shares will vest 50% on the first anniversary of the grant date and 25% on each of the **(1)** second and third anniversaries of the grant date. Upon the director's retirement or a change in control, all unvested shares will fully vest.
- (2) Common stock granted in lieu of annual cash retainers pursuant to the 2006 Non-Employee Director Stock Plan.
- The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all the reported shares for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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