

RICHARDS MAUREEN
Form 4/A
May 11, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person *
RICHARDS MAUREEN

2. Issuer Name and Ticker or Trading Symbol
FOOTSTAR INC [FTAR.OB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/27/2009

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
SVP, Gen Counsel & Corp Sec

C/O FOOTSTAR, INC., 933MACARTHUR BOULEVARD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
03/04/2009

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

MAHWAH, NJ 07430

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	Security (Instr. 5)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock	(1)	01/27/2009(2)	A		910(3)		(4)	(4)	Common Stock	910	\$ 2.23

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RICHARDS MAUREEN C/O FOOTSTAR, INC. 933MACARTHUR BOULEVARD MAHWAH, NJ 07430			SVP, Gen Counsel & Corp Sec	

Signatures

/s/ Maureen Richards 05/12/2009

**Signature of Reporting Person Date

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).
- (1) The deferred stock converts to Common Stock on a one-for-one basis.
- (2) The 1,933 deferred stock units acquired under the 1996 Incentive Stock Plan (CEP Program) upon mandatory reinvestment of the cash dividend paid on January 27, 2009 that were reported in the reporting person's original Form 4 were also acquired on such date. These deferred stock units were omitted from the reporting person's original Form 4 and also were omitted from the Form 4 filed by the reporting person on May 7, 2009. Therefore, the amount of non-derivative securities beneficially owned by the reporting person listed in Table I, Item 5 of the Form 4 filed by the reporting person on May 7, 2009 should be 40,579.
- (3) Deferred stock units acquired under the 1996 Incentive Stock Plan (CEP Program) upon mandatory reinvestment of the cash dividend paid on January 27, 2009, all of which will fully vest upon the employee's retirement or termination of employment other than for cause or upon a change of control. Each of the 9,186 deferred stock units held by the reporting person as of January 27, 2009 were acquired under the 1996 Incentive Stock Plan (CEP Program) and will fully vest upon a change of control.
- (4) The 1,933 deferred stock units acquired under the 1996 Incentive Stock Plan (CEP Program) upon mandatory reinvestment of the cash dividend paid on January 27, 2009 that were reported in the reporting person's original Form 4 were also acquired at such price.

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.