### Edgar Filing: BAHLER GARY M - Form 4

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BAHLER GA	RY M										
Form 4											
March 26, 201	.3										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
	UNITED	STATES	SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					OMB Number:	3235-0287		
Check this								Expires:	January 31,		
if no longer subject to	IENT O	F CHANGES IN BENEFICIAL OWN					NERSHIP OF	Estimated average			
	Section 16. SECURITIES								burden hours per		
Form 4 or									response	0.5	
Form 5 obligations	-						-	e Act of 1934,			
may contin				•	•	· ·		1935 or Section	1		
See Instruc		30(h)	of the In	vestment	Compan	y Act	t of 194	0			
1(b).											
(Drint or Type De	(mongood)										
(Print or Type Re	sponses)										
1. Name and Add	dress of Reporting I	Person *	2. Issuer Name <b>and</b> Ticker or Trading				σ	5. Relationship of Reporting Person(s) to			
BAHLER GA	Symbol	i i vanie anu	Tieker of	11aum	5	Issuer					
	-	LOCKER	INC IFL	J							
(Last)	3. Date of Earliest Transaction					(Check all applicable)					
(Last) (First) (Middle)			(Month/Day/Year)					Director 10% Owner			
FOOT LOCK	ER, INC., 112 V	WEST	03/23/2	•				X Officer (give title Other (specify			
34TH STREET								below) below) SVP, Gen. Counsel & Secretary			
	(Street)		4 76 4								
	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check Applicable Line)					
Filed(Mo				onth/Day/Year)				_X_ Form filed by One Reporting Person			
NEW YORK NY 10120 — Form filed by More											
								Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Securi	ties Acqu	uired, Disposed of,	or Beneficial	y Owned	
1.Title of 2	2. Transaction Date	2A. Deer	ned	3.	4. Securit			5. Amount of	6.	7. Nature of	
-	(Month/Day/Year)		n Date, if	Transactio		•		Securities	Ownership Form: Direct	Indirect	
(Instr. 3)		any (Month/I	Day/Year)	Code (Instr. 8)	(Instr. 3, 4	+ and :	))	Beneficially Owned	(D) or	Ownership	
		(1)1011111	<i>suj, 1001)</i>	(115411-0)				Following	Indirect (I)	(Instr. 4)	
						(A)		Reported	(Instr. 4)		
						or		Transaction(s) (Instr. 3 and 4)			
~				Code V	Amount	(D)	Price	(Insu: 5 and 4)			
Common (	03/23/2013			$F^{(1)}_{$	14,774	D	\$	89,001 (2)	D		
Stock							33.31				
Common								2,776.167	Ι	401(k)	
Stock								2,770.107	1	Plan	

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BAHLER GARY M FOOT LOCKER, INC. 112 WEST 34TH STREET NEW YORK, NY 10120			SVP, Gen. Counsel & Secretary				
Signatures							
Sheilagh M. Clarke, Attorney-i Bahler	n-Fact for	r Gary M.	03/26/2013				

### \*\*Signature of Reporting 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).
- (1) Shares withheld in payment of tax liability in connection with the vesting of previously reported award of 26,467 restricted stock units, which vested on March 23, 2013.

Date

(2) Includes 11,693 net shares received on vesting of award on March 23, 2013.

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.