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FOOT LOCKER INC Form 8-K April 22, 2004

	AND EXCHANGE COMMISSION NGTON, D.C. 20549	
	FORM 8-K	
Cſ	URRENT REPORT	
	ection 13 or 15(d) of the s Exchange Act of 1934	
Date of Report (Date of earliest		
FOC	OT LOCKER, INC.	
FOC	OT LOCKER, INC.	
FOC (Exact name of registr New York	OT LOCKER, INC. rant as specified in its chart No. 1-10299	er)
FOC (Exact name of regist	OT LOCKER, INC. rant as specified in its chart No. 1-10299 (Commission	er)

Registrant's telephone number, including area code: (212) 720-3700

Item 5. Other Events.

(Address of principal executive offices)

(Zip Code)

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The Company announced that it had notified The Bank of New York, as Trustee under the indenture, of the Company's intention to redeem all of its \$150 million outstanding 5.50% convertible subordinated notes, effective June 4, 2004. A copy of the press release is attached as Exhibit 99.1, which, in its entirety, is incorporated herein by reference.

- Item 7. Financial Statements and Exhibits.
 - (c) Exhibits
 - 99.1 Press Release of Foot Locker, Inc. dated April 20, 2004.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned being hereunto duly authorized.

FOOT LOCKER, INC.
------(Registrant)

Date: April 22, 2004 By: /s/ Peter D. Brown

Peter D. Brown
Vice President -- Investor Relations
and Treasurer