

FOOTSTAR INC  
Form 4  
February 28, 2006

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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## 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

(Last) (First) (Middle)

C/O FOOTSTAR, INC., 933  
MACARTHUR BOULEVARD

(Street)

MAHWAH, NJ 07430

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FOOTSTAR INC [FTSTQ.PK]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/26/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 02/26/2006                           |  | M                              |   | 1,652 A \$ 0  | D  |                                   |
| Common Stock                    | 02/26/2006                           |  | F                              |   | 619 D \$ 4.55   | D  |                                   |
| Common Stock                    | 02/26/2006                           |  | M                              |   | 283 A \$ 0  | D  |                                   |
| Common Stock                    | 02/26/2006                           |  | F                              |   | 109 D \$ 4.55   | D  |                                   |

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 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Deferred Stock                             | (1)  | 02/26/2006                           |  | M                              | 1,652   | (2) (2)  | Common Stock  | 1,652                                      |
| Deferred Stock                             | (1)  | 02/26/2006                           |  | M                              | 283   | (3) (3)  | Common Stock  | 283  |

## Reporting Owners

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

## Signatures

/s/ Maureen Richards 02/28/2006

\*\*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) Settlement of deferred stock units after five years from grant date under the 1996 Incentive Stock Plan (STEP Program).
- (3) Settlement of deferred stock units after five years from grant date under the 1996 Incentive Stock Plan (CEP Program). The remaining units will fully vest upon the employee's termination of employment other than for cause or retirement.

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