Edgar Filing: GENESCO INC - Form 4

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| Form 4 February 05, 2 | | | | | | | | | | | |
|--|---|--|---------------------------------|--|---------------------------------------|--------------------|---------------------------------------|---|--|---|--|
| FORM | Л | | | | | | | | | OMB APPROVAL OMB 3235-0287 Number: | |
| Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b). | Filed pures Section 17(a | 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 | | | | | | | Expires: Estimated a burden hou response | January 31, 2005 ed average hours per | |
| (Print or Type R | esponses) | | | | | | | | | | |
| IIADDIC DEN T | | | Symbol | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (It) | (Einst) (A | (-ILL-) | GENESCO INC [GCO] | | | | | (Check all applicable) | | | |
| (Month/I | | | | 5/2007 - | | | X Director Officer (give below) | give title Other (specify below) | | | |
| | | | | | ndment, Date Original th/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| NASHVILLI | E, TN 37217 | | | | | | | Form filed by M Person | More than One Ro | eporting | |
| (City) | (State) | (Zip) | Table | e I - Non-Do | erivative S | Securi | ties Ac | quired, Disposed of | f, or Beneficia | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Executio any | med on Date, if Day/Year) | 3. Transactic Code (Instr. 8) Code V | Disposed (Instr. 3, | l (A) o l of (D |) | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 02/05/2007 | | | A | 1,009 (1) | A | \$ 0 | 58,921 | D | | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

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

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| 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. Transactic Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | 7. Titl Amou Under Securi (Instr. | int of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne 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 | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| r o | Director | 10% Owner | Officer | Other | | | |
| HARRIS BEN T GENESCO INC. 1415 MURFREESBORO ROAD NASHVILLE, TN 37217 | Х | | | | | | |
| Signatures | | | | | | | |
| Roger G. Sisson, attorney-in-fact | 02/05 | 5/2007 | | | | | |
| **Signature of Reporting Person | Da | ate | | | | | |

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) Grant of restricted stock under 2005 Equity Incentive Plan.

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.