FOOTSTAR INC
Form SC 13G/A
February 08, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934
(Amendment No. 4)*

Footstar, Inc

(Name of Issuer)

Common Stock, Par Value $0.01 Per Share

(Title of Class of Securities)

344912100

(CUSIP Number)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages (s))

(1) Names of Reporting Persons, S.S. or I.R.S. Ident. Nos. of Above Persons

Sasco Capital, Inc.

(2) Check the Appropriate Box if a Member of a Group* (a) / / (b) / X /

(3) SEC Use Only

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(4) Citizenship or Place of Organization

Fairfield, Connecticut

Number of Shares Beneficially Owned by Each Reporting Person With

(5) Sole Voting Power

0

(6) Shared Voting Power

None

(7) Sole Dispositive Power

0

(8) Shared Dispositive Power

None

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(9) Aggregate Amount Beneficially Owned by Each Reporting Person

0

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(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

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(11) Percent of Class Represented by Amount in Row (9)

0%

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(12) Type of Reporting Person*

IA

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Item 1(a) Name of Issuer:

The issuer of the securities to which this statement relates is Footstar, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

933 MacArthur Boulevard
Mahwah, NJ 07430

Item 2(a) Name of Person Filing:

Sasco Capital, Incorporated

Item 2(b) Address of Principal Business Office:

10 Sasco Hill Road
Fairfield, CT 06430

Item 2(c) Citizenship:

Sasco Capital, Inc. is a Connecticut corporation whose office is at Fairfield, Connecticut.

Item 2(d) Title of Class of Securities:

Common stock, par value $0.01 per share.

Item 2(e) CUSIP Number:

344912100

Item 3 This statement is filed pursuant to Rule 13d-1(b) and the person filing:

Daniel L. Leary, Secretary, for Sasco Capital, Inc.

Item 4 Ownership.

None.

Item 5 Ownership of 5% or less of a Class

Not applicable.

Item 6 Ownership of More than 5% on Behalf of Another Person.

Not applicable.

Item 7 Identification and Classification of the Subsidiary Which Acquired Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8 Identification and Classification of Members of the Group.

Not applicable.

Item 9 Notice of Dissolution of Group.

Item 10 Certification.

To the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

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Daniel L. Leary
Secretary
February 8, 2002