

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>CAPLAN JONATHAN D</u>  (Last) (First) (Middle) <u>GENESCO INC.</u> <u>1415 MURFREESBORO ROAD</u>  (Street) <u>NASHVILLE TN 37217</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GENESCO INC [ GCO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/21/2012</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/21/2012		S		20,000	D	\$74	52,637	D	
Common Stock	03/23/2012		M		23,864	A	\$16.76	76,501	D	
Common Stock	03/23/2012		M		5,714	A	\$17.5	82,215	D	
Common Stock	03/23/2012		M		4,016	A	\$24.9	86,231	D	
Common Sock	03/23/2012		M		963	A	\$36.4	87,194	D	
Common Stock	03/23/2012		M		2,233	A	\$38.14	89,427	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					
Stock Options (right to buy)	\$16.76	03/23/2012		M	23,864	11/13/2006	11/13/2012	Common Stock 23,864	\$16.76	0	D	
Stock Options (right to buy)	\$17.5	03/23/2012		M	5,714	10/21/2007	10/21/2013	Common Stock 5,714	\$17.5	0	D	
Stock Options (right to buy)	\$24.9	03/23/2012		M	4,016	10/26/2008	10/26/2014	Common Stock 4,016	\$24.9	0	D	
Stock Options (right to buy)	\$36.4	03/23/2012		M	963	10/25/2009	10/25/2015	Common Stock 963	\$36.4	0	D	
Stock Options (right to buy)	\$38.14	03/23/2012		M	2,233	10/24/2010	10/24/2016	Common Stock 2,233	\$38.14	0	D	

Explanation of Responses:

Remarks:

Jonathan D. Caplan

03/23/2012

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

