

As filed with the Securities and Exchange Commission on March 14, 2001

Registration No. 333-58541

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 2 TO
FORM S-3
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

GENESCO INC.
(Exact name of Registrant as specified in its Charter)

TENNESSEE
(State or other Jurisdiction of Incorporation or Organization)

62-0211340
(I.R.S. Employee Identification Number)

1415 MURFREESBORO ROAD
NASHVILLE, TENNESSEE 37217-2895
(615) 367-7000
(Address, Including Zip Code, and Telephone Number,
Including Area Code, of Registrant's Principal Executive Offices)

ROGER G. SISSON
SECRETARY AND GENERAL COUNSEL
GENESCO INC.
1415 MURFREESBORO ROAD
NASHVILLE, TENNESSEE 37217-2895
(615) 367-7000
(Name, Address, Including Zip Code, and Telephone Number
Including Area Code, of Agent For Service)

Copy to:

BARBARA M. MAYDEN
BASS, BERRY & SIMS PLC
315 DEADERICK STREET, SUITE 2700
NASHVILLE, TENNESSEE 37238
(615) 742-6200

Approximate date of commencement of proposed sale to the public: From
time to time after the effective date of this Registration Statement.

If the only securities being registered on this Form are being offered
pursuant to dividend or interest reinvestment plans, please check the following
box. []

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. [X]

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. []

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. []

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. []

DEREGISTRATION OF SECURITIES

The purpose of this Post-Effective Amendment No. 2 (this "Amendment") to the Registration Statement on Form S-3 (Registration No. 333-58541) (the "Registration Statement") of Genesco Inc., a Tennessee corporation ("Genesco") is to deregister \$2,855,000 principal amount of the 5 1/2% Convertible Subordinated Notes due 2005 (the "Notes") as well as the 135,662 shares of common stock, par value \$1.00 per share, of Genesco (the "Common Stock") issuable upon conversion of the Notes both of which were registered pursuant to the Registration Statement and represent the Notes and shares of Common Stock (issuable upon conversion of the Notes) not sold pursuant to the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant certifies that it has duly caused this Post-Effective Amendment No. 2 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Nashville, State of Tennessee, on this 13th day of March, 2001.

GENESCO INC.

By: /s/ Roger G. Sisson

Roger G. Sisson
Secretary and General Counsel

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 2 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

Table with 3 columns: Signature, Title, Date. Row 1: Ben T. Harris, Chief Executive Officer of the Company and Chairman of the Board of Directors (Principal Executive Officer), March 13, 2001. Row 2: /s/ Hal N. Pennington, President, Chief Operating Officer and Director, March 13, 2001.

----- James S. Gulmi	* Senior Vice President - Finance Chief Financial Officer (Principal Financial Officer)	March 13, 2001
----- Paul D. Williams	* Chief Accounting Officer	March 13, 2001
----- W. Lipscomb Davis, Jr.	* Director	March 13, 2001
----- Joel C. Gordon	* Director	March 13, 2001
----- William A. Williamson, Jr.	* Director	March 13, 2001
----- Kathleen Mason	* Director	March 13, 2001
----- William S. Wire, II	* Director	March 13, 2001
----- Gary M. Witkin	* Director	March 13, 2001
----- Robert V. Dale	Director	
----- Leonard L. Berry	Director	
----- * /s/ Roger G. Sisson		March 13, 2001
----- Roger G. Sisson Attorney-in-Fact		