FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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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

					_		. ,							_							
Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol GENESCO INC [GCO]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u>WILLIAMS PAUL D</u>					1	GENTESCO INC [GCO]										Direc	ctor	1	.0% C	wner	
					-	ata a	f Farliag	t Trans	action (M	looth/	(Day (Vaar)			4	X	Offic belov	er (give title w)		Other elow)	(specify	
(Last)	(H	irst) ((Middle)			3. Date of Earliest Transaction (Month/Day/Year)										VP 8	& Chief Ac	counting	Offi	cer	
GENESCO INC.					00/	06/22/2010										VI (X Cilici 710	counting	OIII	cci	
1415 MURFREESBORO ROAD																					
1415 WORFREESDORO ROAD					4 If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable						
					. 7. "	4. II Amendment, Date of Original Filed (World/Ddy/Year)									Line)						
(Street)															X	Forn	n filed by One	e Reporting	Pers	on	
NASHVI	LLE T	N 3	37217														•				
					-										Form filed by More than One Reporting Person						
(City)	(9	State) (Zip)																		
	`																				
		Tab	le I - Noi	n-Deriv	ative	Sec	curitie	s Acc	luired,	Dis	posed o	f, or	r Ben	eficia	ally	Owne	ed				
1. Title of S	ecurity (Ins	tr. 3)		2. Trans	action	tion 2A. Deemed 3. 4. Se						rities Acquired (A)				5. Amo	ount of	6. Owners	hip	7. Nature	
	, ,			Date	D/\/	Execution Date			Transactio		Disposed Of (Of (D) (Instr. 3, 4						Form: Direct (D) or Indirect	of Indirect Beneficial	
(Month/Da					Dayrea	ay/Year) if any (Month/Day/Year)			Code (Instr. 5)						Benefi Owned	cially d Following		(I) (Instr. 4)	Ownership		
										- 		(A) or			Repo		ted action(s)	```		(Instr. 4)	
						Code	l۷	Amount	(D) Pri		Price			3 and 4)							
Common Stock 06/22/						2/2010					6,096((1) A S		\$0.	.00 15,110		5,110	D			
														<u> </u>							
		Ta									sed of,				y Ov	vned					
			(e.g., p	uts, c	alls	, warr	ants,	option	s, c	onvertib	le s	ecuri	ties)							
1. Title of	2.	3. Transaction	3A. Deem		4.				6. Date Exercisa			7. Title and				ice of	9. Number o			11. Nature	
Derivative Security	Conversion or Exercise		Execution I		Transa Code (r. Derivative (Securities		Expiration (Month/D			Amount of Securities			Derivative Security		derivative Securities	Owner Form:	ship	of Indirect Beneficial	
(Instr. 3)	Price of	(monangay, roar)	(Month/Da	ay/Year)	8)				(,,	Underlying			(Instr. 5)		Beneficially	Direct		Ownership		
Derivative Security						Acquired (A) or		Derivative Security (In				ctr 3			Owned Following	or Indi (I) (Ins		(Instr. 4)			
	Security						Dispo	osed			and 4)				~		Reported		u. 4 ,		
								of (D) (Instr. 3, 4					1				Transaction (Instr. 4)	(s)			
							and 5)										(111301. 4)				
							$\overline{}$	Amo		ount											
											Expiration		or								
									Date				Nur	nber							
						v	(A)		Exercisa		Date	Title		ıres							

Explanation of Responses:

1. Grant of restricted stock under 2009 Equity Incentive Plan, vesting in four equal annual installments, beginning on June 22, 2011.

Remarks:

Paul D. Williams

06/24/2010

** 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.

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