

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 17, 1998
(November 16, 1998)

GENESCO INC.

(Exact name of registrant as specified in its charter)

Tennessee

1-3083

62-0211340

(State or other jurisdiction of incorporation)

(Commission File Number)

(I.R.S. Employer
Identification No.)

1415 Murfreesboro Road, Nashville, TN

37217-2895

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (615) 367-7000

Not Applicable

(Former name or former address, if changed since last report)

Item 5. Other Events

On November 16, 1998, Genesco Inc. announced that it had made a mathematical error in calculating the dilutive effect of outstanding subordinated convertible notes on earnings per share. A copy of the press release relating to such announcement is attached hereto and incorporated herein by reference.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

99 Press Release dated November 16, 1998.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

GENESCO INC.

Date: November 17, 1998

By: /s/ Roger G. Sisson

Name: Roger G. Sisson
Title: Secretary

EXHIBIT INDEX

No.

Exhibit

99

Press Release dated November 16, 1998.

EXHIBIT 99

PRESS RELEASE

The following is the text of a press release issued by Genesco Inc. on November 16, 1998.

GENESCO INC. ANNOUNCES MATHEMATICAL
ADJUSTMENT TO EPS CALCULATION

NASHVILLE, Tenn., Nov. 16, 1998 --- Genesco Inc. (NYSE: GCO) announced that it has today discovered a mathematical error in calculating the dilutive effect of outstanding subordinated convertible notes on earnings per share, and as a result has revised earnings per share for the first three quarters of the current fiscal year. The Company said that its revised net earnings per share for the third quarter equalled \$0.23 per share rather than the \$0.25 per share previously reported; net earnings per share (after an extraordinary charge for the early retirement of debt of \$0.13 per share) in the second quarter equalled \$0.11 per share rather than the \$0.14 per share previously reported; and net earnings per share in the first quarter equalled \$0.13 per share rather than the \$0.14 per share previously reported.

The Company noted that the error involved the treatment in the earnings per share calculation of the \$103.5 million in principal amount of the Company's 5 1/2% subordinated convertible notes issued in the first quarter. Actual net earnings were not affected.

Genesco, based in Nashville, markets and distributes branded footwear. Genesco's owned and licensed footwear brands, sold through both wholesale and retail channels of distribution, include Johnston & Murphy, Dockers Footwear and Nautica Footwear. Genesco's products are sold at wholesale to more than 2,700 retailers, including the Company's own network of 592 footwear retail stores in the U.S., operated principally under the names Journeys, Johnston & Murphy, Jarman and Underground Station. The Company also operates the Volunteer Leather Company, a leather tanning and finishing business.