

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: June 23, 1998

GENESCO INC.

(Exact name of registrant as specified in its charter)

Tennessee

1-3083

(State or other jurisdiction of incorporation)

(Commission File Number)

Genesco Park, 1415 Murfreesboro Road, Nashville, TN

37217

(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 June 22, 1998, the Board of Directors of the Registrant announced that it had declared regularly scheduled cash dividends on various classes of its preferred stock outstanding for the Registrant's fiscal quarter ending August 1, 1998, payable on that date to holders of record of the preferred stock on July 21, 1998. (A copy of the Registrant's press release dated June 22, 1998 describing the classes of preferred and respective dividend rates is filed as an exhibit hereto and incorporated by reference herein.) This action follows the payment in full on May 28, 1998 of all dividend arrearages, in the aggregate amount of \$1,351,708, with respect to the Registrant's various classes of preferred stock outstanding. (A copy of the Registrant's press release dated April 30, 1998 describing the classes of preferred, respective dividend rates, and respective cumulative arrearages is filed as an exhibit hereto and incorporated by reference herein.)

Because of certain restrictive covenants contained in an indenture relating to the Registrant's 10 3/8% Senior Notes due 2003 (the "Senior Notes"), the Registrant had, since October 1993, been prevented from paying cash dividends to the holders of its common stock and preferred stock. On May 8, 1998, the Registrant redeemed the Senior Notes in full and removed the impediment to paying cash dividends.

The payment of dividends in the future with respect to the Registrant's preferred stock and common stock will depend on the Registrant's profitability, cash flows, capital requirements, financial condition, debt covenants, and other factors that the Board of Directors may deem relevant. Notwithstanding the foregoing, the Registrant expects to continue to pay scheduled cash dividends on each class of its preferred stock in the future and currently knows of no reason why it will not be able to do so.

SIGNATURES

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

GENESCO INC.

Dated: June 23, 1998

By: /s/ Roger G. Sisson

Roger G. Sisson, Secretary and General Counsel

EXHIBIT INDEX

Exhibit No.

99.1 Press Release dated April 30, 1998

99.2 Press Release dated June 22, 1998

GENESCO DECLARES QUARTERLY DIVIDENDS

NASHVILLE, Tenn., April 30, 1998 -- The board of directors of Genesco Inc. (NYSE:GCO) has declared dividends on the various classes of its preferred stock for the quarter ending May 2, 1998, and for all dividend arrearages through that date, payable May 28, 1998, to holders of record May 18, 1998.

The rates are as follows:

- - Subordinated serial preferred stock:
 - Series 1 \$0.575 quarterly; \$10.35 including arrearages
 - Series 3 \$1.1875 quarterly; \$21.375 including arrearages
 - Series 4 \$1.1875 quarterly; \$21.375 including arrearages

- - Subordinated cumulative preferred stock:
 - \$0.375 quarterly; \$6.75 including arrearages

The dividend payment is conditioned on the prior redemption of the Company's 10 3/8% Senior Notes due 2003, which is expected to occur on May 8, 1998.

Genesco, based in Nashville, markets and distributes branded footwear. The Company also operates the Volunteer Leather Company, a leather tanning and finishing business. 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 587 footwear retail stores in the U.S., operated principally under the names Jarman, Journeys and Johnston & Murphy.

GENESCO DECLARES QUARTERLY DIVIDENDS

NASHVILLE, Tenn., June 22 /PRNewswire/ --- The board of directors of Genesco Inc. (NYSE:GCO) has declared dividends on the various classes of its preferred stock for the quarter ending August 1, 1998, payable on that date to holders of record July 21, 1998.

The rates are as follows:

- - Subordinated serial preferred stock:
 - Series 1 \$0.575 per share
 - Series 3 \$1.1875 per share
 - Series 4 \$1.1875 per share

- - Subordinated cumulative preferred stock:
 - \$0.375 per share

Genesco, based in Nashville, markets and distributes branded footwear. The Company also operates the Volunteer Leather Company, a leather tanning and finishing business. 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 653 footwear retail stores in the U.S., operated principally under the names Jarman, Journeys and Johnston & Murphy.