

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): February 25, 2010 (February 25, 2010)

**GENESCO INC.**

(Exact Name of Registrant as Specified in Charter)

**Tennessee**

(State or Other  
Jurisdiction of  
Incorporation)

**1-3083**

(Commission  
File Number)

**62-0211340**

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

**1415 Murfreesboro Road  
Nashville, Tennessee**

(Address of Principal Executive Offices)

**37217-2895**

(Zip Code)

**(615) 367-7000**

(Registrant's Telephone Number, Including Area Code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.**

On February 25, 2010, Genesco Inc. announced that Hal N. Pennington will resign as chairman effective April 1, 2010, and Robert J. Dennis, president and chief executive officer, will succeed him as chairman effective on that date. Mr. Pennington also announced that he will retire from the Company's board of directors in June 2010, at the conclusion of his current term. Mr. Pennington cited no disagreement on any matter relating to the Company, its operations, policies or practices. The press release containing this announcement is included as Exhibit 99.1 to this Current Report on Form 8-K.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(c) Exhibits

The following exhibit is furnished herewith:

| <i>Exhibit<br/>Number</i> | <i>Description</i>   |
|---------------------------|--|
| 99.1                      | Press Release, dated February 25, 2010, issued by Genesco Inc. |

SIGNATURE

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, thereto duly authorized.

Genesco Inc.

By: /s/ Roger G. Sisson

Name: Roger G. Sisson

Title: Senior Vice President,  
Secretary and General Counsel

Date: February 25, 2010

Financial Contact: James S. Gulmi (615) 367-8325  
Media Contact: Claire S. McCall (615) 367-8283

**DENNIS NAMED CHAIRMAN OF GENESCO INC.  
EFFECTIVE APRIL 1**

NASHVILLE, Tenn., Feb. 25, 2010 — Genesco Inc. (NYSE: GCO) announced today that Robert J. Dennis, president and chief executive officer, has been named to the additional office of chairman, effective April 1, 2010. Mr. Dennis will succeed Hal N. Pennington as chairman, implementing the final step of a transition plan inaugurated in 2005, when Mr. Dennis was named chief operating officer of the Company. Mr. Pennington also announced that he will retire from Genesco's board of directors in June 2010, at the conclusion of his current term. Consistent with the original transition plan, he will remain employed by the Company as a consultant to the chief executive officer and the board of directors through March 31, 2011.

Mr. Dennis said, "Hal Pennington has served Genesco with unsurpassed skill and dedication for more than 48 years. I am honored to follow him as chairman of a company for whose current strength he deserves much credit, and I look forward to continuing to draw on his experience and insight in the year ahead."

Mr. Pennington said, "It is deeply satisfying to be able to enter the final phase of our transition plan at a time when the Company is financially healthy and strategically well-positioned. Having worked with Bob Dennis and the rest of the talented and highly motivated management team at Genesco throughout the transition, I have tremendous confidence in the future of the Company."

Genesco Inc. is a leading retailer of branded footwear and of licensed and branded headwear with more than 2,240 retail footwear and headwear stores throughout the United States, Puerto Rico and Canada. Stores operate principally under the names Journeys, Journeys Kidz, Shi by Journeys, Underground Station, Johnston & Murphy, Lids, Hat World, Hat Shack, Head Quarters, Sports Fan-Attic, and on internet websites [www.journeys.com](http://www.journeys.com), [www.journeyskidz.com](http://www.journeyskidz.com), [www.shibyjourneys.com](http://www.shibyjourneys.com), [www.undergroundstation.com](http://www.undergroundstation.com),

[www.johnstonmurphy.com](http://www.johnstonmurphy.com), [www.dockershoes.com](http://www.dockershoes.com), [www.lids.com](http://www.lids.com), and [www.lids.ca](http://www.lids.ca). Genesco operates its team dealer businesses Impact Sports and Great Plains Sports under its Hat World division. The Company also designs, sources, markets and distributes footwear under its own Johnston & Murphy brand, under the licensed Dockers brand, and under certain other licensed brands.