

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* <u>Vesa Equity Investment S.a r.l.</u> <hr/> (Last) (First) (Middle) 39 AVENUE JOHN F. KENNEDY <hr/> (Street) LUXEMBOURG N4 L-1855 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FOOT LOCKER, INC. [ FL ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/30/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common stock	11/30/2020		P		555,264	A	\$37.53 <sup>(1)</sup>	12,129,241	D <sup>(5)</sup>	
Common stock	11/30/2020		P		39,604	A	\$38.17 <sup>(2)</sup>	12,168,845	D <sup>(5)</sup>	
Common stock	12/01/2020		P		164,690	A	\$37.7 <sup>(3)</sup>	12,333,535	D <sup>(5)</sup>	
Common stock	12/01/2020		P		235,141	A	\$38.87 <sup>(4)</sup>	12,568,676	D <sup>(5)</sup>	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
Vesa Equity Investment S.a r.l.  


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 (Last) (First) (Middle)  
 39 AVENUE JOHN F. KENNEDY  


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 (Street)  
 LUXEMBOURG N4 L-1855  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
EP Investment S.a r.l.  


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 (Last) (First) (Middle)  
 39 AVENUE JOHN F. KENNEDY  


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 (Street)  
 LUXEMBOURG N4 L-1855  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Kretinsky Daniel  


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 (Last) (First) (Middle)

PARIZSKA 26

(Street)

PRAGUE

2N

110 00

(City)

(State)

(Zip)

**Explanation of Responses:**

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.94 to \$37.94, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.95 to \$38.42, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.
3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.41 to \$38.41, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.42 to \$39.00, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.
5. Vesa Equity Investment S.? r.l is the record holder of the shares reported herein. The principal shareholder of Vesa Equity is EP Investment S.? r.l, the ultimate beneficial owner of which is Daniel Kret?nsk?. Each of EP Investment S.? r.l. and Mr. Kret?nsk? disclaims beneficial ownership of these shares except to the extent of its or his respective pecuniary interest therein.

/s/ Jan Bilek, as attorney in  
fact for Vesa Equity 12/02/2020  
Investment S.a r.l.

/s/ Jan Bilek, as attorney in  
fact for EP Investment S.a r.l. 12/02/2020

/s/ Jan Bilek, as attorney in  
fact for Daniel Kretinsky 12/02/2020

\*\* 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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**