

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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>EP Equity Investment S.a.r.l</u> (Last) (First) (Middle) <u>39 AVENUE JOHN F. KENNEDY</u> (Street) <u>LUXEMBOURG N4 L-1855</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/26/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>FOOT LOCKER, INC. [FL]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common stock	12,938,925	I ⁽¹⁾	See footnote ⁽¹⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

1. On April 27, 2021, as a result of an internal restructuring, EP Equity Investment S.a.r.l. (the "reporting person") became an indirect beneficial owner of the shares of the Issuer's common stock reported herein, as the sole shareholder of Vesa Equity Investment S.a.r.l. ("Vesa"), which continues to be the direct holder of such shares. EP Investment S.a.r.l. ("EP Investment"), as the principal shareholder of the reporting person, and Daniel Kretinsky, as the ultimate beneficial owner of EP Investment, continue to indirectly beneficially own such shares. No consideration or other value was transferred to or from the reporting person, Vesa, EP Investment or Mr. Kretinsky in the restructuring. The reporting person disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein.

Remarks:

See Exhibits 24.1 - Power of Attorney

/s/ Jan Bilek, as authorized
signatory of EP Equity Investment S.a.r.l. 05/06/2021

** 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 5 (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.

FOOT LOCKER, INC.
POWER OF ATTORNEY
(For Executing Form ID, Form 3, 4, and 5 and
reports on Schedule 13G and 13D)

Know all by these presents, that the undersigned hereby constitutes and appoints each of Pavel Horský, Marek Spurný, Pascal Leclerc and Jan Bilek signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or ten-percent owner of Foot Locker, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder;
- (2) execute for and on behalf of the undersigned, in the undersigned's capacity as the beneficial owner of more than five percent of a registered class of equity securities of the Company, reports on Schedule 13G or 13D in accordance with Section 13(d) of the Exchange Act and the rules and regulations thereunder;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 and/or reports on Schedule 13G or 13D (including joint filing agreements in connection therewith) , complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission (the "SEC") and any stock exchange or similar authority;
- (4) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the SEC a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) or 13(d) of the Exchange Act or any rule or regulation of the SEC; and

take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16(a) or 13(d) of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 or to file Schedule 13G or 13D, as applicable, with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 30 th day of April, 2021.

EP Equity Investment S.à r.l.

/s/ Pavel Horský

By: Pavel Horský

Title: Director

/s/ Pascal Leclerc

By: Pascal Leclerc

Title: Director