

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) 2 PLACE DE PARIS <hr/> (Street) LUXEMBOURG N4 L-2314 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FOOT LOCKER, INC. [FL]</u> <hr/> 3. Date of Earliest Transaction (Month/Day/Year) 10/21/2022 <hr/> 4. If Amendment, Date of Original Filed (Month/Day/Year)	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) <hr/> 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
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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	10/21/2022		S		1,316	D	\$32.018 ⁽¹⁾	11,468,571	D ⁽²⁾	

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

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

 (Last) (First) (Middle)
 2 PLACE DE PARIS

 (Street)
 LUXEMBOURG N4 L-2314

 (City) (State) (Zip)

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

 (Last) (First) (Middle)
 2 PLACE DE PARIS

 (Street)
 LUXEMBOURG N4 L-2314

 (City) (State) (Zip)

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

 (Last) (First) (Middle)
 2 PLACE DE PARIS

 (Street)
 LUXEMBOURG N4 L-2314

 (City) (State) (Zip)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Kretinsky Daniel		
(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 \$32.00 to \$32.04, 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. Vesa Equity Investment S.a.r.l ("Vesa Equity") is the record holder of the shares reported herein. The sole shareholder of Vesa Equity is EP Equity Investment S.a.r.l. ("EP Equity Investment") and its principal shareholder is EP Investment S.a.r.l. ("EP Investment"), the ultimate beneficial owner of which is Daniel Kretinsky. Each of EP Equity Investment, EP Investment and Mr. Kretinsky 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 Investment S.a.r.l.](#) [10/25/2022](#)

[/s/ Jan Bilek, as attorney in fact for EP Equity Investment S.a.r.l.](#) [10/25/2022](#)

[/s/ Jan Bilek, as attorney in fact for EP Investment S.a.r.l.](#) [10/25/2022](#)

[/s/ Jan Bilek, as attorney in fact for Daniel Kretinsky.](#) [10/25/2022](#)

** 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.