FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 [*] Drosos Virginia				2. Issuer Name and Ticker or Trading Symbol FOOT LOCKER, INC. [FL]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
(Last)	(First)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 07/01/2023						Officer (give title below)		(specify	
C/O FOOT LOCKER, INC. 330 WEST 34TH STREET				4. If Amendment, Date of Original Filed (Month/Day/Year)						Line)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person			
(Street) NEW YORK NY 10001										Form filed by More than One Reporting Person				
(City)	(State)	(Zip)		Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.										
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
1. Title of Security (Instr. 3) 2. Transactio Date (Month/Day/)				2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed O 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock 07/01			07/01/202	23		A ⁽¹⁾		2,766	A	\$27.11(2)	7,752	D		
Common Stock											1,925	D		
		Table II			ecurities Acqu alls, warrants						Owned			

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

Explanation of Responses:

1. Stock distribution made in payment of the stock portion of the reporting person's 2023 annual retainer.

2. Value of consideration is equal to the closing price of a share of the Company's common stock on June 30, 2023.

Anthony D. Foti, Attorney-in-07/05/2023 Fact for Virginia Drosos

** 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.

OMB APPROVAL

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