

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 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): **November 30, 2020**

Foot Locker, Inc.

(Exact name of registrant as specified in charter)

New York
(State or other jurisdiction
of incorporation)

1-10299
(Commission
File Number)

13-3513936
(IRS Employer
Identification No.)

330 West 34th Street, New York, New York
(Address of principal executive offices)

10001
(Zip Code)

Registrant's telephone number, including area code: **(212) 720-3700**

(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:

- 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	FL	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Foot Locker, Inc. (the “Company”) issued a press release on November 30, 2020 announcing the planned retirement of Lauren B. Peters, Executive Vice President and Chief Financial Officer. On November 30, 2020, Ms. Peters provided notice announcing her intention to retire from the Company. Ms. Peters will continue to serve as Chief Financial Officer until her successor assumes the role, and she will remain an employee of the Company until her expected retirement in April 2021, at which time her employment agreement will terminate. A copy of the press release is furnished as Exhibit 99.1, which, in its entirety, is incorporated herein by reference.

Item 7.01. Regulation FD Disclosure.

The information set forth in Item 5.02 above is hereby incorporated by reference under this Item 7.01.

The information contained in Item 7.01 of this Form 8-K shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly provided by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) *Exhibits.*

<u>Exhibit No.</u>	<u>Description</u>
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99.1	Press Release, dated November 30, 2020, issued by Foot Locker, Inc.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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 hereunto duly authorized.

FOOT LOCKER, INC.

Date: November 30, 2020

By: /s/ Sheilagh M. Clarke

Name: Sheilagh M. Clarke

Title: Senior Vice President,
General Counsel and Secretary

FOOT LOCKER, INC.

NEWS RELEASE

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FOOT LOCKER CHIEF FINANCIAL OFFICER LAUREN B. PETERS TO RETIRE IN APRIL 2021

Search Process Underway to Identify Successor

NEW YORK, November 30, 2020 – Foot Locker, Inc. (NYSE: FL), the New York-based specialty athletic retailer, today announced the planned retirement of Lauren B. Peters, Foot Locker’s Executive Vice President and Chief Financial Officer, with an expected effective date in April 2021. Foot Locker has initiated a comprehensive search process with the assistance of Crist|Kolder, a leading executive search firm, to identify Ms. Peters’ successor. The Company expects to consider both internal and external candidates for the position.

Richard Johnson, Chairman and Chief Executive Officer, said, “Lauren has had a remarkable 23 years at Foot Locker, including leading our finance organization for the last nine years as CFO. With her expertise and leadership, we have built a world-class finance organization and successfully executed a series of strategic initiatives that position Foot Locker to continue driving growth and value creation. Lauren has been an integral member of our management team and a tremendous partner to me. On behalf of the entire Board of Directors and the management team, we thank Lauren for her many contributions and wish her all the best in her well-deserved retirement. We are pleased to be able to benefit from her ongoing leadership as we conduct our CFO search and execute a seamless transition next year.”

“I have had a fulfilling career in my more than two decades at Foot Locker, and it has been an honor to work alongside such a talented and dedicated team,” said Peters. “I am proud of the Company’s many accomplishments during my tenure, the tremendous progress we have made in positioning the Company at the center of youth culture, and the strong team we have built. I look forward to focusing on my board roles and adventures with my dear husband, Richard, as we embark on our next chapter. I am confident in Foot Locker’s ongoing success and look forward to watching the Company’s continued growth in the years ahead.”

Foot Locker, Inc. leads the celebration of sneaker and youth culture around the globe through a portfolio of brands including Foot Locker, Lady Foot Locker, Kids Foot Locker, Champs Sports, Eastbay, Footaction, and Sidestep. With approximately 3,000 retail stores in 27 countries across North America, Europe, Asia, Australia and New Zealand, as well as websites and mobile apps, the Company’s purpose is to inspire and empower youth culture around the world, by fueling a shared passion for self-expression and creating unrivaled experiences at the heart of the global sneaker community. Foot Locker, Inc. has its corporate headquarters in New York.

Foot Locker, Inc. 330 West 34th Street, New York, NY 10001