



**displays a currently valid OMB control number.**

**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 Underlying Security (Instr. 3 and 4)
Employee Stock Option (right to buy)	\$ 11.66	03/08/2017		M <sup>(1)</sup>	25,000	03/26/2009 <sup>(3)</sup> 03/26/2018	Common Stock 25,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
PETERS LAUREN B FOOT LOCKER, INC. 330 WEST 34TH STREET NEW YORK, NY 10001	Director 10% Owner Officer EVP & Chief Financial Officer

## Signatures

Anthony D. Foti, Attorney-in-Fact for Lauren B. Peters  
03/09/2017

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) The stock option exercise and sale reported in this Form 4 was effected pursuant to a 10b5-1 trading plan, adopted by the person on December 16, 2016.

(2) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$77.50 to \$77.53, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, or the staff of the U.S. Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(3) Option granted on March 26, 2008 and became exercisable in three equal annual installments, beginning March 26, 2009, which is the first anniversary of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

## Edgar Filing: FOOT LOCKER, INC. - Form 4

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.