



New York Stock Exchange  
11 Wall Street  
New York, NY 10005

December 17, 2020

Chief, Information Technology  
Securities and Exchange Commission  
Division of Corporate Finance  
100 F Street, NE MS 3040  
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies its approval for listing and registration of the Preferred Stock Purchase Rights of Foot Locker, Inc. under the Exchange Act of 1934.

Sincerely,

A handwritten signature in black ink, appearing to read "Ben Savage", with a long horizontal flourish extending to the right.