



**THE FOUNDATION
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#57214

Date: September 05, 2025

Subject: Foot Locker, Inc. (Election Merger) - Cash Settlement/Acceleration of Expirations
Option Symbol: FL
Date: 09/08/2025

On August 22, 2025, Shareholders of Foot Locker, Inc. (FL) voted concerning the proposed merger with DICK'S Sporting Goods, Inc. (DKS). The merger was approved and subsequently consummated on September 5, 2025.

The Merger: Aggregate Terms

Based on the number of FL shares outstanding or reserved for issuance as of July 7, 2025, DICK'S Sporting Goods, Inc. could issue up to approximately 11.8 million DKS shares to FL shareholders in connection with the merger if each FL shareholder makes a stock election.

The Merger: Individual Share Elections

Within the terms of the Merger, individual FL Shareholders may:

- Elect to receive 0.1168 DICK'S Sporting Goods, Inc. (DKS) Common Shares ("Stock Consideration"). Cash will be paid in lieu of fractional shares. OR,
- Elect to receive \$24.00 in cash ("Cash Consideration"). OR,
- Register no preference by not making an election ("Non-Electing Consideration"). Under the terms of the election, shares which are not subject to an effective election will be treated as non-electing shares and converted into the right to receive the Cash Consideration.

Contract Adjustment

Date: September 8, 2025

**New Deliverable
Per Contract:**

The deliverable for adjusted FL options will be BASED ON THE MERGER CONSIDERATION WHICH ACCRUES TO NON-ELECTING FL SHAREHOLDERS (stated in terms of a current 100-Share deliverable).

\$2,400.00 Cash (100 x the non-electing consideration of \$24.00 Cash)

Acceleration of Expirations

Pursuant to OCC Rule 807, equity stock option contracts whose deliverables are adjusted to call for cash only delivery will be subject to an acceleration of the expiration dates for outstanding option series. (See OCC Information Memo 23707) Additionally, the exercise by exception (ex by ex) threshold for expiring series will be \$.01 in all account types.

All series of Foot Locker, Inc. options whose expiration dates are after 09-19-2025 will have their expiration dates advanced to 09-19-2025. Expiration dates occurring before 09-19-2025 (e.g., Flex options) will remain unchanged.

All Foot Locker, Inc. options will utilize a \$.01 exercise threshold.

Option Symbol: FL

Existing Expiration: All months

New expiration date: 09-19-2025

Existing American-style Foot Locker, Inc. options remain exercisable at the option of the holder prior to their expiration. Exercised options will continue to settle in one business day.

Disclaimer

This Information Memo provides an unofficial summary of the terms of corporate events affecting listed options or futures prepared for the convenience of market participants. OCC accepts no responsibility for the accuracy or completeness of the summary, particularly for information which may be relevant to investment decisions. Option or futures investors should independently ascertain and evaluate all information concerning this corporate event(s).

The determination to adjust options and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 4, or 4A, as applicable. For both options and futures, each adjustment decision is made on a case by case basis. Adjustment decisions are based on information available at the time and are subject to change as additional information becomes available or if there are material changes to the terms of the corporate event(s) occasioning the adjustment.

ALL CLEARING MEMBERS ARE REQUESTED TO IMMEDIATELY ADVISE ALL BRANCH OFFICES AND CORRESPONDENTS ON THE ABOVE.

For questions regarding this memo, please email the Investor Education team at options@theocc.com. Clearing Member Firms of OCC may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email memberservices@theocc.com.