Form 8937
(December 2017)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-0123

Part I Reporting Issuer

1 Issuer's name: Dick's Sporting Goods, Inc.			**2** Issuer's employer identification number (EIN): 16-1241537
3 Name of contact for additional information: Investor Relations	**4** Telephone No. of contact: 724-273-3400		**5** Email address of contact: Investors@dcsg.com
6 Number and street (or P.O. box if mail is not delivered to street address) of contact: 345 Court Street			**7** City, town, or post office, state, and ZIP code of contact: Coraopolis, PA 15108
8 Date of action: September 8, 2025	**9** Classification and description: Acquisition of Foot Locker, Inc. in exchange for cash and shares of DSG common stock		
10 CUSIP number: 253393AD4	**11** Serial number(s): N/A	**12** Ticker symbol: N/A (common stock: DKS)	**13** Account number(s): N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ See Attached

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ See Attached

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ See Attached

Part II **Organizational Action** *(continued)*

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ See Attached

18 Can any resulting loss be recognized? ▶ See Attached

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See Attached

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶ Danielle Horton   Date ▶ 10/01/2025

Print your name ▶ Danielle Horton   Title ▶ VP - Tax

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

DICK'S SPORTING GOODS, INC.
EIN: 16-1241537
ATTACHMENT TO FORM 8937

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the "Code"), and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations related to the effects of the relevant organizational action. The information contained herein does not constitute tax advice and does not purport to be complete or describe the tax consequences that may apply to particular persons or categories of persons. Applicable holders are encouraged to consult their independent tax advisors regarding the particular consequences of the relevant organizational action to them (including the applicability and effect of all federal, state, local, and non-U.S. laws). Additional information regarding the U.S. federal income tax consequences of the Merger (as defined below) is provided in the Registration Statement on Form S-4 filed by DICK'S Sporting Goods, Inc. with the Securities and Exchange Commission on June 23, 2025, as subsequently amended, under the heading "Material U.S. Federal Income Tax Consequences."

Part II, Box 14 – Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action.

On September 8, 2025, pursuant to the Agreement and Plan of Merger dated May 15, 2025, DICK'S Sporting Goods, Inc. ("DSG") acquired Foot Locker, Inc. ("FL") through a merger of RJS Sub LLC (a wholly owned subsidiary of DSG) with and into FL. FL survived the merger and became a wholly owned subsidiary of DSG (the "Merger").

Each share of FL common stock outstanding immediately prior to the merger (excluding treasury shares and shares held by DSG or its subsidiaries) was converted into the right to receive either (a) $24.00 per share in cash or (b) 0.1168 shares of DSG common stock, at the election of the shareholder. Cash was paid in lieu of fractional shares.

Part II, Box 15 – Describe the quantitative effect of the organizational action on the basis of the security in the hands of a US taxpayer as an adjustment per share or as a percentage of old basis.

The exchange of FL shares for cash and DSG stock is a taxable transaction for U.S. federal income tax purposes. The tax basis of DSG shares received will generally equal the fair market value of those shares on the date of the Merger (i.e., September 8, 2025).

Part II, Box 16 – Describe the calculation of the change in basis and the data that supports the calculation, such as market values of securities and the valuation dates.

The basis of DSG shares received in exchange for FL shares will be equal to the fair market value of DSG shares on the closing date of the Merger. One reasonable method to determine fair market value is the closing price of DSG common stock on the New York Stock Exchange on September 8, 2025, which was $223.83. However, other approaches may be reasonable. DSG is not taking a position as to the fair market value of the DSG common stock on this Form 8937. Shareholders should consult their tax advisors as to the fair market value of DSG common stock received in the Merger.

Part II, Box 17 – List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

The U.S. federal income tax treatment is generally based on Sections 1001 and 1012 of the Internal Revenue Code.

Part II, Box 18 – Can any resulting loss be recognized?

Yes, generally. Because the transaction is taxable, any loss realized on the exchange of FL shares may generally be recognized, subject to applicable limitations. Shareholders should consult their tax advisors for applicability respective to them.

Part II, Box 19 – Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The effective date of the merger is September 8, 2025. For calendar year taxpayers, the reportable tax year is 2025.