

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *						<u> </u>							5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
													(					
Walgreens Bo	ots Allia	nce. Inc	•		Αľ	MEI	RISO	URCE	BEI	RGEN	COR	P [						
, angreens be	Al	ABC 1								Director		_X_ 10	0% Owner					
(Last)	(First)	(Mi	ddle)		3. I	Date	of Earl	iest Trans	sacti	on (MM/I	DD/YYYY	)		Officer (giv	e title below	)O	ther (specify	below)
108 WILMO	ΓROAD	)						12	/8/2	2022								
	(Stree	et)			4. I	4. If Amendment, Date Original Filed (MM/DD/YYYY)						(Y) 6	6. Individual or Joint/Group Filing (Check Applicable Line)					
DEERFIELD, IL 60015													-	Form filed by One Reporting Person  X Form filed by More than One Reporting Person				
(Cit	y) (Stat	e) (Zip	o)											A _ Form fried by whole than One Reporting Ferson				
									•					ficially Owne				
1. Title of Security (Instr. 3)			F	te 2A. Deemed Execution Date, if any		3. Trans. Code (Instr. 8)		or Disposed of (D)		Follo	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership In Form: Be Direct (D) O	Beneficial Ownership				
								Code	V	Amount	(A) or (D)	Price	;				or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock (1)(2)(3) 12/8/2022					022			S(4)		5961534	D	\$165.08	8	33659180 (1)				See footnotes (1) (2)(3)
	Tabl	le II - Der	ivativ	e Secu	rities	Bene	ficially	Owned	(e.g.	., puts, o	calls, wa	rrant	ts, op	tions, conver	tible secu	ırities)		
1. Title of Derivate Security (Instr. 3)  2. Conversion of Exercise Price of Derivative Security  3. Trans Date Onterior Derivative Security		3. Trans. Date			4. Trans. (Instr. 8)	Ac Di				Date Exercisable and Expiration Date		7. Title and Amo Securities Under Derivative Secur (Instr. 3 and 4)		nderlying ecurity	Derivative Security	Securities Beneficially Owned Following	Ownershi Form of Derivative Security: Direct (D)	(Instr. 4)
					Code	v	(A)	(D)		ate kercisable	Expiration Date		Amour Shares	nt or Number of		Reported Transaction(s (Instr. 4)	or Indirec (I) (Instr. 4)	T

### **Explanation of Responses:**

- (1) As previously disclosed, including in the Schedule 13D filed by Walgreen Co. ("Walgreens") and others on April 15, 2014, as amended on January 16, 2015, January 25, 2016, March 22, 2016, August 25, 2016, November 4, 2016, January 6, 2021, June 3, 2021, May 12, 2022, August 4, 2022 and November 9, 2022, the Form 8-K filed by the Issuer on March 20, 2013, the Form 8-K filed by Walgreens on March 20, 2013, the Form 8-K filed by the Issuer on June 2, 2021, the shares referenced in this Form 4 were acquired in accordance with the Framework Agreement, dated as of March 18, 2013 among Walgreens, Alliance Boots GmbH and the Issuer (the "Framework Agreement").
- (2) These shares were held by Walgreens Boots Alliance Holdings LLC ("WBA Holdings"), an indirect wholly owned subsidiary of the Reporting Person.
- (3) As described in the Schedule 13D, as amended, WBA Investments, Inc., a direct wholly-owned subsidiary of the Reporting Person and the sole member of WBA Holdings, may also be deemed to beneficially own the securities reported in this Form 4.
- (4) Represents sale pursuant to Rule 144 (4,750,000 shares) and a sale in private transaction to the Issuer (1,211,534 shares), in each case, by WBA Holdings.

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Walgreens Boots Alliance, Inc.								
108 WILMOT ROAD		X						
DEERFIELD, IL 60015								
Walgreens Boots Alliance Holdings LLC								
C/O 108 WILMOT ROAD		X						
DEERFIELD 60015								

#### **Signatures**

/s/	Joseph B.	Amsbary.	Senior	Vice	President	and	Secretary	of WBA	Holding

12/12/2022

\*\*Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* 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).

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

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