SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 [*] Walgreens Boots Alliance, Inc.			Requiring S (Month/Day	2. Date of Event Requiring Statement (Month/Day/Year) 12/17/2021		3. Issuer Name and Ticker or Trading Symbol <u>Option Care Health, Inc.</u> [OPCH]						
(Last) (First) (Middle) 108 WILMOT ROAD		_ 12/1//202	4. Relationship of Reporting F Issuer (Check all applicable) Director X Officer (give title below)					5. If Amendment, Date of Original Filed (Month/Day/Year)				
(Street) DEERFIELD IL 60015								-	 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One 			
(City) (Sta	ate)	(Zip)	-							X Reporting Person		
Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)						Amount of Securities eneficially Owned (Instr.	Form	nership Direct Indirect str. 5)	irect Ownership (Instr. 5) direct			
Common Stock						37,247,092		Ι	See (3)	Explanation	of Responses ⁽¹⁾⁽²⁾	
		(e.				Securities Beneficia ts, options, convert			5)			
			Expiration D	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Sect Underlying Derivative Sect (Instr. 4)		curity Conver or Exer		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
		Date Exercisable	Expirati Date	on	Title	Amoun or Numbe of Shares	Security		Direct (D) or Indirect (I) (Instr. 5)	5)		
1. Name and Addre <u>Walgreens B</u>			<u>.</u>									
(Last) (First) (Middle) 108 WILMOT ROAD				_								
(Street) DEERFIELD	IL	60	0015									
(City)	(State)	(Z	ip)	_								
1. Name and Address of Reporting Person [*] OCH US Holding LLC												
(Last) (First) (Middle) 200 WILMOT ROAD												
(Street) DEERFIELD	IL	60	0015									
(City)	(State)	(Z	ip)									
1. Name and Address of Reporting Person [*]				_								

(Last)	(First)	(Middle)						
108 WILMOT ROAD								
P								
(Street)								
DEERFIELD	IL	60015						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] WBA Investments, Inc.								
(Last)	(First)	(Middle)						
108 WILMOT ROAD								
(Street)								
DEERFIELD	IL	60015						
(City)	(State)	(Zip)						

Explanation of Responses:

1. These shares of Issuer's common stock ("Common Stock") are held directly by HC Group Holdings I, LLC ("HC I"), which separately files Section 16 reports. Pursuant to an Agreement and Plan of Merger, dated as of December 17, 2021, by and among OCH US Holding LLC ("OCH LLC"), HC Omega Merger Sub, LLC, a wholly owned subsidiary of OCH LLC ("Reorganization Merger Sub"), HC I and Madison Dearborn Capital Partners IV-A, L.P., solely in its capacity as the Unitholders' Representative thereunder (the "Reorganization Merger Agreement"), and subject to the terms and conditions thereof, on December 17, 2021, Reorganization Merger Sub merged with and into HC I, with HC I as the surviving entity (the "Reorganization Merger"). Following the Reorganization Merger, HC I is wholly owned by OCH LLC.

2. Walgreens Boots Alliance, Inc. ("WBA Parent") may be deemed to have beneficial ownership of such shares of common stock, as WBA Parent is the sole equityholder of WBA Investments, Inc. ("WBA Investments"), which in turn is the majority equityholder of WBA US 1 Co. ("WBA US 1"), which in turn is the sole equityholder of OCH US Holding LLC ("OCH LLC"), which in turn is the sole equityholder of HC I.

3. Each of WBA Parent, WBA Investments, WBA US 1, and OCH LLC disclaims beneficial ownership of the shares of Common Stock owned by HC I except to the extent of its pecuniary interest therein.

<u>/s/ Walgreens Boots</u>	
<u>Alliance, Inc., By: Joseph</u>	
<u>B. Amsbary, Jr., Vice</u>	<u>12/20/2021</u>
<u>President, Corporate</u>	
<u>Secretary</u>	
/s/ OCH US Holding LLC, Bu: Mark Waisz, President	12/20/2021
By: Mark Weisz, President	12/20/2021
<u>/s/ WBA US 1 Co., By:</u>	
<u>Manmohan Mahajan,</u>	<u>12/20/2021</u>
<u>President</u>	
/s/ WBA Investments, Inc.,	
<u>By: Manmohan Mahajan,</u>	<u>12/20/2021</u>
<u>President</u>	
** 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 5 (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 Number.