SEC Form 4

X

FORM 4

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

1. Name and Address of Reporting Person*

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

2. Issuer Name and Ticker or Trading Symbol

<u>Walgreens Boots Alliance, Inc.</u>					Option Care Health, Inc. [OPCH]							((Check all applicable) Director X 10% Owner					
(Last) (First) (Middle) 108 WILMOT ROAD					3. Date of Earliest Transaction (Month/Day/Year) 03/01/2023								Officer (give title Other (specify below) below)					
(Street) DEERFIELD IL 60015 (City) (State) (Zip)				4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person					
		Table	I - Non-Deriva	tive S	Secu	rities	s Aca	uired	. Dis	posed	of. or	Benefic	ially Own	ed				
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year)				2A. Deemed Execution Date, if any (Month/Day/Year)			3. Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			A) or	5. Amount of Securities Beneficially Owned Following Reported		6. Owners Form: Dire (D) or Indirect (I) (Instr. 4)	ect Indirec Owners	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount (/		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				See	
Common	1 Stock		03/01/2023									\$ <mark>30.3</mark>	10,771,926		I ⁽¹⁾⁽²⁾⁽³⁾		See footnotes ⁽¹⁾⁽²⁾⁽³⁾	
		Tal	ble II - Derivati (e.g., pι											d				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)	action	5. Nu of Deriv Secu Acqu (A) o Disp of (D	umber vative urities uired or osed)) r. 3, 4	6. Date Exercisable and 7. Expiration Date A (Month/Day/Year) S U D		i 7. T Am Sec Und Der Sec	itle and bunt of urities lerlying ivative urity (Instr. d 4)	8. Price of Derivative Security (Instr. 5)	deriv Secu Ben Owr Follo Rep	owing orted Isaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exerci	sable	Expiratio Date	on Title	Amount or Number of Shares						
		f Reporting Person [*] s Alliance, Inc	<u>c.</u>															
(Last) 108 WII	LMOT ROA	(First)	(Middle)		-													
(Street) DEERFI	IELD	IL	60015		_													
(City)		(State)	(Zip)															
	nd Address o J <mark>S Holdiı</mark>	f Reporting Person [*] <u>1g LLC</u>																
(Last) 200 WII	LMOT ROA	(First) AD	(Middle)															
(Street) DEERFI	IELD	IL	60015															
(City)		(State)	(Zip)															
		f Reporting Person* DLDINGS I, I																
(Last) 200 WII	LMOT ROA	(First)	(Middle)															
(Street)					-													

DEERFIELD	IL	60015								
(City)	(State)	(Zip)								
1. Name and Address of Reporting Person*										
WBA US 1 Co.										
(Last) (First) (Middle)										
108 WILMOT ROAD										
(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	п	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"). 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.

4. Represents sale in underwritten secondary offering to underwriters (13,000,000 shares) and a sale in private transaction to the Issuer (2,475,166 shares), in each case, by HC I. **Remarks:**

Walgreens Boots Alliance, Inc., By: /s/ Joseph B. Amsbary, Jr., Joseph B. 03/03/2023 Amsbary, Jr., Senior Vice President, Corporate Secretary OCH US Holding LLC, By: /s/ Joseph B. Amsbary, Jr., Joseph B. Amsbary, Jr., Senior 03/03/2023 Vice President, Corporate <u>Secretary</u> HC Group Holdings I, LLC, By: /s/ Joseph B. Amsbary, Jr., Joseph B. Amsbary, Jr., Senior 03/03/2023 Vice President, Corporate **Secretary** WBA US 1 Co., By: /s/ Joseph B. Amsbary, Jr., Joseph 03/03/2023 B. Amsbary, Jr., Senior Vice President, Corporate Secretary WBA Investments, Inc., By: /s/ Joseph B. Amsbary, Jr., Joseph B. Amsbary, Jr., Senior 03/03/2023 Vice President, Corporate <u>Secretary</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 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 Number.