FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Name and Address of Reporting Person*     Babiak Janice M.													5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) C/O WALGREENS BOOTS ALLIANCE, INC. 108 WILMOT ROAD					3. Date 11/01/2	of Earliest <sup>7</sup> 2017	Trans	action (Mo	nth/D	ay/Year)	_ X	Officer (g below)	give title		10% Ow Other (s below)	·		
(Street) DEERFIELD IL 60015  (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indi Line)	´					
(=-5)			āble I - Non-D	) Deriva	tive S	ecurities	s Ac	auired.	Dis	posed (	of, or Be	enefi	cially (	Owned				
1. Title of Security (Instr. 3) 2. Trans Date				Transact	tion	2A. Deemed Execution Date if any (Month/Day/Yea		3. Transaction		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		or	5. Amount Securities Beneficiall	5. Amount of Securities Beneficially Owned Following		Direct Indirect Itr. 4)	'. Nature of ndirect Beneficial Dwnership	
							Code	v	Amount	(A) (D)	or F	Price	Transactio (Instr. 3 an				(Instr. 4)	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
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)	Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title ar Securitie Derivativ (Instr. 3 a	s Unde e Secu	rlying	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisab		xpiration ate	Title		ount or ber of es		(Instr. 4)			
Phantom Stock Units	(1)	11/01/2017		A		2,984.629		(2)	T	(2)	Common Stock	2,98	34.629	\$67.01	16,274	.6 <sup>(3)</sup>	D	

#### **Explanation of Responses:**

- 1. The phantom stock is issued as non-employee director compensation under the Walgreens Boots Alliance, Inc. 2013 Omnibus Incentive Plan, as amended (including the applicable election forms thereunder, the "Plan"), and each unit of phantom stock is the economic equivalent of one share of the company's common stock.
- 2. To be settled following termination of service as a director in accordance with the terms and conditions of the Plan.
- 3. Includes phantom stock units issued in lieu of dividends (through September 30, 2017) on outstanding phantom stock units.

#### Remarks:

/s/ Kelsey Chin, Attorney-in-

11/03/2017

**Fact** 

\*\* 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.