

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

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): July 21, 2023

**WALGREENS BOOTS ALLIANCE, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-36759  
(Commission  
File Number)

47-1758322  
(IRS Employer  
Identification Number)

108 Wilmot Road, Deerfield, Illinois  
(Address of principal executive offices)

60015  
(Zip Code)

Registrant's telephone number, including area code: (847) 315-2500

Not Applicable  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Securities Exchange Act of 1934:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value	WBA	The Nasdaq Stock Market LLC
3.600% Walgreens Boots Alliance, Inc. notes due 2025	WBA25	The Nasdaq Stock Market LLC
2.125% Walgreens Boots Alliance, Inc. notes due 2026	WBA26	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02. Departure of Directors of Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On July 21, 2023, James Kehoe informed Walgreens Boots Alliance, Inc. (the “Company”) of his decision to resign from his position as Executive Vice President and Global Chief Financial Officer of the Company, effective on July 27, 2023 (the “Transition Date”), in order to pursue a new opportunity. The Company has commenced a search for his successor. From the Transition Date until a new Global Chief Financial Officer is appointed, Manmohan Mahajan, the Company’s Senior Vice President, Global Controller and Chief Accounting Officer, will serve as Interim Global Chief Financial Officer and principal financial officer. In addition, Todd Heckman, Vice President, Assistant Global Controller, will serve as Interim Global Controller and principal accounting officer while Mr. Mahajan serves as Interim Global Chief Financial Officer. Mr. Kehoe will serve in an advisory role until his departure in mid-August.

Manmohan Mahajan, 44, has served as Senior Vice President, Global Controller and Chief Accounting Officer since July 2021. Mr. Mahajan served as Vice President, Global Reporting and Technical Accounting from February 2016 to September 2019 and as Vice President, Assistant Global Controller from October 2019 to July 2021. Prior to joining the Company, Mr. Mahajan served in positions of increasing responsibility with GE Capital, a former subsidiary of General Electric Company, most recently serving as Controller at GE Capital Americas from March 2011 until January 2016.

Todd Heckman, 50, has served as Vice President, Assistant Global Controller since July 2021. Prior to that, Mr. Heckman served as Vice President, Controller Walgreen Co. from September 2016 until July 2021. Prior to joining the Company, Mr. Heckman held various roles with Exelon Corporation, Ernst & Young Global Limited and Grant Thornton LLP.

Neither Mr. Mahajan nor Mr. Heckman have any family relationships with any director or executive officer of the Company, and there are no arrangements or understandings with any persons pursuant to which Messrs. Mahajan and Heckman have been appointed to their positions. In addition, there have been no transactions directly or indirectly involving Messrs. Mahajan or Heckman that would be required to be disclosed pursuant to Item 404(a) of Regulation S-K under the Securities Exchange Act of 1934, as amended.

**Item 7.01. Regulation FD Disclosure.**

On July 27, 2023, the Company issued a press release, a copy of which is furnished as Exhibit 99.1 hereto, announcing the CFO transition.

The information in this Item 7.01, including the exhibit attached hereto, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section. This information shall not be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference to such disclosure in this Form 8-K in such a filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit</b>	<b>Description</b>
99.1	<a href="#">Press Release of Walgreens Boots Alliance, Inc. dated July 27, 2023</a>
104	Cover Page Interactive Data File (formatted as inline XBRL)

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WALGREENS BOOTS ALLIANCE, INC.

Date: July 27, 2023

By: /s/ Joseph B. Amsbary Jr.

Title: Senior Vice President, Corporate Secretary



## Walgreens Boots Alliance Announces CFO Transition

*James Kehoe to depart as Global CFO; Manmohan Mahajan appointed Interim Global CFO*

DEERFIELD, Ill. – July 27, 2023 – Walgreens Boots Alliance, Inc. (Nasdaq: WBA) today announced the departure of James Kehoe, Executive Vice President and Global Chief Financial Officer. Mr. Kehoe will leave WBA in mid-August to pursue an opportunity in the technology sector. Manmohan Mahajan, Senior Vice President, Global Controller, has been named Interim Global Chief Financial Officer while the company conducts a search to fill the role with a leader who not only brings deep financial acumen to WBA, but also healthcare experience.

Chief Executive Officer, Rosalind Brewer, acknowledged Kehoe's impact on the company saying, "James has been a valuable member of my executive leadership team and has made significant contributions over his five years with the company. As we articulated the future vision of Walgreens Boots Alliance to become a leading healthcare company, James helped build a strong Finance organization. We wish him well in his next role."

Continued Brewer, "I am confident in Manmohan as he steps into the interim role while we launch a search for a new Global Chief Financial Officer. We will continue to deliver sustainable value to our customers, communities, partners, and shareholders as Manmohan is a well-known and well-respected senior leader both with our Board and throughout our company."

"It has been a privilege working with the Board, CEO Roz Brewer, and the leadership team of WBA. I am proud of the work we've done together. WBA is positioned well for continued success. Manmohan is a talented leader who will do a remarkable job leading the financial functions in the interim," said James Kehoe.

Mr. Mahajan joined Walgreens Boots Alliance in 2016 where he has held several global senior roles in finance, including Vice President, Assistant Global Controller. Prior to WBA, Mr. Mahajan was with GE Capital, where he served in positions of increasing responsibility over 13 years, most recently serving as Controller at GE Capital Americas. With the appointment of Mr. Mahajan as Interim Global Chief Financial Officer, Todd Heckman has been named Interim Global Controller. Mr. Heckman currently serves as Vice President, Assistant Controller, and has been with WBA for seven years. Prior to WBA, he held several roles with Exelon Corporation, Ernst & Young, and Grant Thornton.

In this next evolution of the WBA executive team, Brewer concluded, "I am proud of the agility and resilience of our team and their ability to stay focused on serving our customers and delivering results. I have every confidence in our ability to continue executing our healthcare transformation and growth strategy."

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### **About Walgreens Boots Alliance**

Walgreens Boots Alliance (Nasdaq: WBA) is an integrated healthcare, pharmacy and retail leader serving millions of customers and patients every day, with a 170-year heritage of caring for communities.

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A trusted, global innovator in retail pharmacy with approximately 13,000 locations across the U.S., Europe and Latin America, WBA plays a critical role in the healthcare ecosystem. The Company is reimagining local healthcare and well-being for all as part of its purpose – to create more joyful lives through better health. Through dispensing medicines, improving access to a wide range of health services, providing high quality health and beauty products and offering anytime, anywhere convenience across its digital platforms, WBA is shaping the future of healthcare.

WBA employs more than 325,000 people and has a presence in nine countries through its portfolio of consumer brands: Walgreens, Boots, Duane Reade, the No7 Beauty Company, Benavides in Mexico and Ahumada in Chile. Additionally, WBA has a portfolio of healthcare-focused investments located in several countries, including China and the U.S.

The Company is proud of its contributions to healthy communities, a healthy planet, an inclusive workplace and a sustainable marketplace. WBA has been recognized for its commitment to operating sustainably: the Company is an index component of the Dow Jones Sustainability Indices (DJSI) and was named to the 100 Best Corporate Citizens 2022.

More Company information is available at [www.walgreensbootsalliance.com](http://www.walgreensbootsalliance.com).

(WBA-GEN)

*Cautionary Note Regarding Forward-Looking Statements: All statements in this release that are not historical including, without limitation, those regarding future leadership and achievement of and execution on our business and financial goals and strategy, are forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are not guarantees of future performance and involve risks, assumptions and uncertainties, including those described in Item 1A (Risk Factors) of our Form 10-K for the fiscal year ended August 31, 2022 and in other documents that we file or furnish with the Securities and Exchange Commission. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those indicated or anticipated by such forward-looking statements. These forward-looking statements speak only as of the date they are made. We do not undertake, and expressly disclaim, any duty or obligation to update publicly any forward-looking statement after the date of this release, whether as a result of new information, future events, changes in assumptions or otherwise.*

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