

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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

CHECK THE APPROPRIATE BOX:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12



**Walgreens Boots Alliance, Inc.**  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

PAYMENT OF FILING FEE (CHECK THE APPROPRIATE BOX):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- 1) Title of each class of securities to which transaction applies:  
\_\_\_\_\_
- 2) Aggregate number of securities to which transaction applies:  
\_\_\_\_\_
- 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):  
\_\_\_\_\_
- 4) Proposed maximum aggregate value of transaction:  
\_\_\_\_\_
- 5) Total fee paid:  
\_\_\_\_\_

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

1) Amount previously paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

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**SUPPLEMENT TO  
NOTICE OF 2020 ANNUAL MEETING OF STOCKHOLDERS AND PROXY STATEMENT  
DATED DECEMBER 10, 2019  
FOR THE ANNUAL MEETING OF STOCKHOLDERS  
TO BE HELD ON JANUARY 30, 2020**

This Supplement provides updated information with respect to the 2020 Annual Meeting of Stockholders (the “Annual Meeting”) of Walgreens Boots Alliance, Inc. (“Walgreens Boots Alliance”) to be held on Thursday, January 30, 2020.

On December 10, 2019, Walgreens Boots Alliance commenced distributing to its stockholders a Notice of 2020 Annual Meeting of Stockholders and Definitive Proxy Statement (the “Notice and Proxy Statement”) for the Annual Meeting. This Supplement, which describes a recent change in the stockholder proposals, should be read in conjunction with the Notice and Proxy Statement.

**Withdrawal of Stockholder Proposal**

The proponents of Proposal 5: Stockholder Proposal Regarding the Use of a Deferral Period for Certain Compensation of Senior Executives (“Proposal 5”) have withdrawn the proposal; therefore, Proposal 5 will not be presented or voted upon at the Annual Meeting.

**Voting Matters**

*If you have already returned your proxy voting form or provided voting instructions, you do not need to take any action unless you wish to change your vote.* Proxy voting forms already returned by stockholders will remain valid and will be voted at the Annual Meeting unless revoked. Shares represented by proxy voting forms returned before the Annual Meeting will not be voted in respect of Proposal 5. If you have not yet returned your proxy voting form or submitted your voting instructions, please complete the form or submit instructions, disregarding Proposal 5.

None of the other agenda items presented in the Notice and Proxy Statement are affected by this Supplement, and shares represented by proxy voting forms returned before the Annual Meeting will be voted with respect to all other matters properly brought before the Annual Meeting as instructed on the form.

Information regarding how to vote your shares, or revoke your proxy or voting instructions, is available in the Proxy Statement.

January 3, 2020

Joseph B. Amsbary, Jr.  
Vice President, Corporate Secretary