

Company registration number: 02517178



WBA Holdings 1 Limited
Strategic report, Directors' report
and financial statements
for the year ended 31 August 2017

Contents

Strategic report	1
Directors' report	2
Directors' responsibilities statement	3
Independent auditor's report	4
Income statement and statement of comprehensive income	6
Balance sheet	7
Statement of changes in equity	8
Notes to the financial statements	9

WBA Holdings 1 Limited

Strategic report

for the year ended 31 August 2017

Principal activities

WBA Holdings 1 Limited (the "Company") is an investment holding company within the Walgreens Boots Alliance, Inc. consolidated group ("Group").

Business review

The key performance indicators for the Company are provided in the table below:

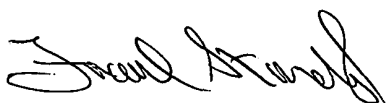
	2017 £million	2016 £million
Operating (loss)/profit	(107.5)	0.1
Profit for the year	680.3	501.2
Total Equity	153.6	258.4

There have been no significant events since the balance sheet date which should be considered for a proper understanding of these financial statements.

Principal risks and uncertainties

The Company's Directors monitor the overall risk profile of the Company. In addition, the Directors are responsible for determining clear policies as to what the Company considers to be acceptable levels of risk. These policies seek to enable people throughout the Company to use their expertise to identify risks that could undermine performance and to devise ways of bringing them to within acceptable levels. Where the Directors identify risks that are not acceptable, they develop action plans to mitigate them with clear allocation of responsibilities and timescales for completion and ensure that progress towards implementing these plans is monitored and reported upon. There are no additional business risks for the Company necessary for an understanding of the development, performance or position of the business.

By order of the Board:



F Standish
Company Secretary
22 November 2017

WBA Holdings 1 Limited

Directors' report

for the year ended 31 August 2017

The Directors present their report and the audited financial statements for the year ended 31 August 2017.

Going concern

The Company has net current assets of £6.0 million and therefore the Directors have assessed that there is no material uncertainty surrounding the going concern of the entity. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in the note 2 in the financial statements.

Financial instruments

The Company is exposed to currency, credit and interest rate risk. The Group's treasury function manages these risks at a Group level in accordance with Group Treasury Policy including the use of financial instruments for the purpose of managing these risks. Group risks are discussed in the Group's Annual Report, which does not form part of this report.

Dividends

An interim dividend of £785.1 million was declared and paid in the year (2016: £500.0 million).

Future developments

The Company intends to continue operating as an investment holding company within the Group.

Post balance sheet events

There have been no significant events since the balance sheet date which should be considered for a proper understanding of these financial statements.

Directors

The following served as Directors during the year and to the date of this report:

A Clare
M Muller (appointed 6 February 2017)
F Standish
M Delve (resigned 6 February 2017)

The Directors benefited from qualifying third party indemnity provisions in place during the financial year and at the date of this report.

Auditor

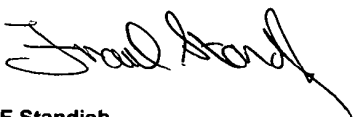
Pursuant to s487 Companies Act 2006, Deloitte LLP were deemed to be reappointed and will therefore continue in office.

Disclosure of information to auditor

The Directors who held office at the date of approval of this Directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act of 2006.

Order of the Board:



F Standish
Company Secretary
22 November 2017

Registered office:
Sedley Place
4th Floor
361 Oxford Street
London
W1C 2JL

Registered in England and Wales No. 02517178

WBA Holdings 1 Limited

Directors' responsibilities statement

for the year ended 31 August 2017

The Directors are responsible for preparing the Strategic report, Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 'Reduced Disclosure Framework'.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditor's report

to the members of WBA Holdings 1 Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 August 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of WBA Holdings 1 Limited (the 'company') which comprise:

- the income statement;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 19.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs(UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Independent auditor's report (continued)
to the members of WBA Holdings 1 Limited

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in [the strategic report and] the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.



S Butters FCA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
Reading, United Kingdom

22 November 2017

WBA Holdings 1 Limited

Income statement

for the year ended 31 August 2017

	Notes	2017 £million	2016 £million
Operating income		-	0.1
Operating cost	4	(107.5)	-
Operating (loss)/profit		(107.5)	0.1
Income from shares in Group undertakings		787.0	500.0
Investment revenue	7	0.6	0.6
Profit before taxation		680.1	500.7
Tax	8	0.2	0.5
Profit for the year		680.3	501.2

The operating loss is all derived from continuing operations.

The accompanying notes to the financial statements are an integral part of the Company's financial statements.

The Company has no other items of comprehensive income and has, therefore, not included a statement of comprehensive income.

WBA Holdings 1 Limited

Balance sheet

As at 31 August 2017

	Notes	2017 £million	2016 £million
Assets			
Non-current assets			
Investments in subsidiaries	10	94.0	200.0
Other investments	11	53.6	53.0
		147.6	253.0
Current assets			
Current tax assets	12	0.3	0.6
Trade and other receivables	12	5.8	5.8
Deferred tax	13	-	0.2
		6.1	6.6
Total assets		153.7	259.6
Liabilities			
Current liabilities			
Trade and other payables	14	(0.1)	-
Retirement benefit schemes	15	-	(1.2)
		(0.1)	(1.2)
Net current assets		6.0	5.4
Net assets		153.6	258.4
Equity			
Share capital	16	36.2	36.2
Share premium	17	-	-
Retained earnings	18	117.4	222.2
Total Equity		153.6	258.4

The accompanying notes to the financial statements are an integral part of the Company's financial statements.

The financial statements of WBA Holdings 1 Limited were approved by the Board of Directors and authorised for issue on 22 November 2017. They were signed on its behalf by:



M Muller
Director

WBA Holdings 1 Limited

Statement of changes in equity

for the year ended 31 August 2017

	Share Capital £million	Share Premium £million	Retained earnings £million	Total £million
At 1 September 2015	36.2	-	221.0	257.2
Profit for the year	-	-	501.2	501.2
Dividends paid	-	-	(500.0)	(500.0)
At 31 August 2016	36.2	-	222.2	258.4
Bonus share issue at a premium	-	216.8	(216.8)	-
Share premium reduction	-	(216.8)	216.8	-
Profit for the year	-	-	680.3	680.3
Dividends paid	-	-	(785.1)	(785.1)
At 31 August 2017	36.2	-	117.4	153.6

The accompanying notes to the financial statements are an integral part of the Company's financial statements.

WBA Holdings 1 Limited

Notes to the financial statements for the year ended 31 August 2017

1. General information

The Company is a private company limited by shares and is registered in England and Wales.

The address of the registered office is given on page 2.

The nature of the Company's operations and its principal activities are set out in the Strategic report on page 1.

2. Significant accounting policies

Basis of accounting

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates.

These financial statements are individual accounts. The Company is exempt from the preparation of consolidated financial statements under s401 of the Companies Act, because it is included in the group accounts of Walgreens Boots Alliance, Inc. The group accounts of Walgreens Boots Alliance, Inc. are available from the Walgreens Boots Alliance website at www.walgreensbootsalliance.com. The principal office of the parent company preparing consolidated accounts is 108 Wilmet Road, Deerfield, Illinois, 60015, United States of America.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). The financial statements have been prepared on the historical cost basis, except for financial instruments that are measured at revalued amounts or fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services. Where relevant, equivalent disclosures have been given in the group accounts of Walgreens Boots Alliance, Inc.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- (a) the requirements of IFRS 7 *Financial Instruments: Disclosures*;
- (b) the requirements of paragraphs 91-99 of IFRS 13 *Fair Value Measurement*;
- (c) the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - (i) paragraph 79(a)(iv) of IAS 1;
- (d) the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 *Presentation of Financial Statements*;
- (e) the requirements of IAS 7 *Statement of Cash Flows*;
- (f) The requirements of paragraphs 30 and 31 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*.
- (g) the requirements of paragraph 17 of IAS 24 *Related Party Disclosures*; and
- (h) the requirements in IAS 24 *Related Party Disclosures* to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

The principal accounting policies adopted are set out below.

Going concern

The Company's business activities, together with the factors likely to affect its future development and position, are set out in its Strategic report.

The Company has net current assets of £6.0 million and therefore the Directors consider that the Company has adequate resources to remain in operation for the foreseeable future, and have continued to adopt the going concern basis for preparing the financial statements.

Changes in accounting policies and disclosures

In the current year, the Company has applied the following amendments to IFRSs that were issued by the International Accounting Standards Board (IASB) and endorsed for use in the European Union and are mandatorily effective for an accounting period that begins on or after 1 January 2016. Their adoption has not had a material impact on the disclosures or on the amounts reported in these financial statements.

- Amendments to IAS 1 *Disclosure Initiative*: The Company has adopted the amendments to IAS 1 *Disclosure Initiative* for the first time in the current year. The amendments clarify that an entity need not provide a specific disclosure required by an IFRS if the information resulting from that disclosure is not material, and give guidance on the bases of aggregating and disaggregating information for disclosure purposes. However, the amendments reiterate that an entity should consider providing additional disclosures when compliance with the specific requirements in IFRS is insufficient to enable users of financial statements to understand the impact of particular transactions, events and conditions on the entity's financial position and financial performance.

In addition, the amendments clarify that an entity's share of the other comprehensive income of associates and joint ventures accounted for using the equity method should be presented separately from those arising from the Company, and should be separated into the share of items that, in accordance with other IFRSs: (i) will not be reclassified subsequently to profit or loss; and (ii) will be reclassified subsequently to profit or loss when specific conditions are met.

The amendments also address the structure of the financial statements by providing examples of systematic ordering or grouping of the notes.

WBA Holdings 1 Limited

Notes to the financial statements (continued)

for the year ended 31 August 2017

2. Significant accounting policies (continued)

- Amendments to IAS 16 and IAS 38 *Clarification of Acceptable Methods of Depreciation and Amortisation*: The Company has adopted the amendments to IAS 16 and IAS 38 *Clarification of Acceptable Methods of Depreciation and Amortisation* for the first time in the current year. The amendments to IAS 16 prohibit entities from using a revenue-based depreciation method for items of property, plant and equipment. The amendments to IAS 38 introduce a rebuttable presumption that revenue is not an appropriate basis for amortisation of an intangible asset. This presumption can only be rebutted in the following two limited circumstances:

- (a) when the intangible asset is expressed as a measure of revenue; or
- (b) when it can be demonstrated that revenue and consumption of the economic benefits of the intangible asset are highly correlated.

Investments in subsidiaries

Investments in subsidiaries are accounted for at cost less, where appropriate, provisions for impairment.

Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable net of sales-related taxes.

Dividend and interest revenue

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established (provided that it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably).

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Foreign currencies

Currency transactions

Transactions denominated in currencies other than an entity's functional currency are translated into an entity's functional currency at the exchange rates prevailing at the date of the transactions. Monetary assets and liabilities denominated in currencies other than an entity's functional currency at the year-end are translated at the exchange rate ruling at that date. Non-monetary assets and liabilities that are measured at historical cost and are denominated in currencies other than an entity's functional currency are translated using the exchange rates at the date of the transaction. Non-monetary items that are measured at fair value and are denominated in currencies other than an entity's functional currency are translated using the exchange rates at the date when the fair value was determined. Exchange gains and losses are recognised in the income statement.

Operating loss

Operating loss is stated before income from shares in Group undertakings, investment revenue and finance costs.

Taxation

The tax credit represents the sum of the current tax and deferred tax.

Current tax

The tax currently receivable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Current tax and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

WBA Holdings 1 Limited

Notes to the financial statements (continued)

for the year ended 31 August 2017

2. Significant accounting policies (continued)

Financial instruments

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

All financial assets are recognised and derecognised on a trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognised on an effective interest basis for debt instruments.

Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

Objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation.

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Company's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period, as well as observable changes in national or local economic conditions that correlate with default on receivables.

For financial assets carried at amortised cost, the amount of the impairment is the differences between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

Financial liabilities and equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

Financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

WBA Holdings 1 Limited

Notes to the financial statements (continued)

for the year ended 31 August 2017

2. Significant accounting policies (continued)

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

Post retirement benefits

The Company operated a pension scheme providing benefits based on final pensionable pay. The assets of the scheme were held separately from those of the Company. Pension scheme assets were measured using market values. For quoted securities the current bid price is taken as market value. Pension scheme liabilities were measured using a projected unit method and discounted at the current rate of return on a high quality corporate bond of equivalent term and currency to the liability. The pension scheme surplus (to the extent that it is recoverable) or deficit is recognised in full. The movement in the scheme surplus/deficit is split between operating charges, finance items and, in the statement of other comprehensive income, actuarial gains and losses. The scheme has now fully discharged its benefit obligations and has been wound up by the Trustee.

3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

During the year, there were no critical accounting judgements.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Impairment of investments in subsidiaries

Determining whether the Company's investments in subsidiaries have been impaired requires estimations of the investments' values in use. The value in use calculations require the entity to estimate the future cash flows expected to arise from the investments and suitable discount rates in order to calculate present values. The carrying amount of investments in subsidiaries at the balance sheet date was £94.0 million with an impairment loss of £106.0 million recognised in 2017 (2016: £nil).

4. Operating loss

	2017 £000	2016 £000
Deficit contributions on defined benefit pension plan obligation	(1.5)	-
Impairment of investment in subsidiary	(106.0)	-
Operating loss	(107.5)	-

5. Auditor's remuneration

The 2017 fee for the audit of these financial statements was borne by a fellow Group undertaking. The amount allocated that would have been incurred for 2017 is £4,000 (2016: £4,000).

No non-audit services were provided to the Company by its auditor.

6. Staff numbers and costs

There were no employees during the current or preceding year. No emoluments are payable to the Directors for their services to the Company in the current or preceding financial year.

7. Investment revenue

	2017 £million	2016 £million
Interest receivable from Group undertakings	0.6	0.6
	0.6	0.6

WBA Holdings 1 Limited

Notes to the financial statements (continued)

for the year ended 31 August 2017

8. Tax

An analysis of the tax credit for the year is presented as follows:

	2017 £million	2016 £million
Corporation tax:		
UK corporation tax	0.4	(0.1)
Adjustments in respect of prior periods		
- UK corporation tax	-	0.6
Deferred Tax (Note 13)	(0.2)	-
	0.2	0.5

Corporation tax is calculated at 19.58% (2016: 20%) of the estimated taxable profit for the year.

The tax credit for the year can be reconciled to the profit in the income statement as follows:

	2017 £million	2016 £million
Profit before tax	680.1	500.7
Tax charge at the UK corporation tax rate of 19.58% (2016: 20%)	(133.2)	(100.1)
Effects of:		
Non-taxable dividends received	154.1	100.0
Impairment of investments in subsidiaries	(20.7)	-
Adjustments in respect of prior periods	-	0.6
Tax credit for the year	0.2	0.5

Factors that may affect future current and total tax charges

In October 2015, the UK Government substantively enacted future reductions in the corporation tax rate by 1% from 1 April 2017 to 19% and a further 1% from 1 April 2020 to 18%. In September 2016, the UK Government substantively enacted an additional reduction of 1% from 1 April 2020 to 17%. The impact of this additional future reduction to 17% has been reflected in the current year.

9. Dividends

The Company's paid dividend is presented as follows:

	2017 £million	2016 £million
Amounts recognised as distributions to equity holders in the year:		
Interim dividend for the year, equivalent to £2.17 per share (2016: £1.38 per share)	785.1	500.0
	785.1	500.0

10. Investments in subsidiaries

	£million
Cost	
At 1 September 2016 and 31 August 2017	200.0
Provision for impairment	
At 1 September 2016	-
Created	(106.0)
At 31 August 2017	(106.0)
Carrying amount	
At 31 August 2016	200.0
At 31 August 2017	94.0

The provision for impairment created during the year relates to the Directors' judgement of the permanent reduction in the carrying value of the Company's directly held investment when compared to its recoverable amount, and as such the investment in WBA Group Limited has been impaired by £106 million (2016: \$nil).

10. Investments in subsidiaries (continued)

The Company's subsidiary undertakings at the balance sheet date were:

WBA Holdings 1 Limited

Notes to the financial statements (continued)

for the year ended 31 August 2017

	Share class	Percentage held by the Company or subsidiary undertakings	Registered office
Directly Owned			
WBA Group Limited	Ordinary, Preference	100.0	Sedley Place, 4th Floor, 361 Oxford Street, London, W1C 2JL
Indirectly Owned			
Alliance BMP Limited	Ordinary	100.0	2, The Heights, Brooklands, Weybridge, Surrey, KT13 0NY
Alliance Santé - Distribuição Farmacêutica de Eulália Baeta Pereira e Ramalho Fernandes, S.A.	Ordinary	100.0	Rua 3, Lote E Matinha, Lisboa, 1900-823, Portugal
Alliance UniChem Investments 4 Limited	Ordinary	100.0	Sedley Place, 4th Floor, 361 Oxford Street, London, W1C 2JL
Alloga S.à r.l.	Ordinary	100.0	59, Rue de Rollingergrund, Luxembourg, L-2440, Luxembourg
WBA Holdings 2	Ordinary	100.0	Sedley Place, 4th Floor, 361 Oxford Street, London, W1C 2JL

11. Other investments

	Non-Current assets	
	2017 £million	2016 £million
Loans receivable carried at amortised cost:		
Loans to Group undertakings	53.6	53.0
	53.6	53.0

Loans to Group undertakings comprises £53,600,000 (2016: £53,000,000) deposited with a fellow Group undertaking that have commercial effective interest rates and maturity in August 2019.

12. Trade and other receivables

	2017 £million	2016 £million
Amounts falling due within one year:		
Corporation tax receivable	0.3	0.6
Amounts owed by Group undertakings	5.8	5.8
	6.1	6.4

Amounts owed by Group undertakings comprises £5,800,000 (2016: £5,800,000) loaned to a fellow Group undertaking that is interest bearing at SONIA and has a maturity date of 31 January 2019.

13. Deferred Tax

The following are the major deferred tax assets recognised by the Company and movements thereon during the current year and prior year.

	Other temporary differences £million	Total £million
At 1 September 2015	0.2	0.2
Charge to other comprehensive income	-	-
At 31 August 2016	0.2	0.2
Charge to profit or loss	(0.2)	(0.2)
At 31 August 2017	-	-

14. Trade and other payables

	2017 £million	2016 £million
Amounts falling due within one year:		
Accruals and Deferred Income	0.1	-
	0.1	-

15. Retirement benefit schemes

Defined benefit schemes

WBA Holdings 1 Limited

Notes to the financial statements (continued)

for the year ended 31 August 2017

The Company had an obligation to fund to the Alliance UniChem International Pension Scheme. This pension scheme is a targeted defined contribution benefit scheme for overseas members, under Guernsey regulations. The scheme has been accounted for as a defined benefit scheme under IAS19 as the scheme liabilities are based upon a guaranteed proportion of pensionable salary and a constructive obligation exists to fund these liabilities. No formal actuarial valuation has been carried out for this scheme and is not required under the regulations. Future service benefit accruals ceased with effect from June 2010. The scheme was formally closed by settlement on 3 August 2017.

The assets and liabilities of the scheme at 31 August are:

	£million
At 31 August 2017	
Scheme assets at fair value	-
Equities	-
Bonds	-
Fair value of scheme assets	-
Present value of scheme liabilities	-
Defined benefit pension plan deficit	-

	£million
At 31 August 2016	
Scheme assets at fair value	
Equities	2.6
Bonds	2.1
Fair value of scheme assets	4.7
Present value of scheme liabilities	(5.9)
Defined benefit pension plan credit/deficit	(1.2)

The pension scheme did not invest in any of the Company's own financial instruments nor in properties or other assets used by the Company.

The amounts recognised in the Income Statement for the year are analysed as follows:

Year ended 31 August 2017

	£million
Recognised in the Income Statement	
Interest on defined benefit pension plan obligation	-
Interest on scheme assets	-
Deficit contributions	1.5
Net interest on defined benefit plan	1.5

Of the total charge, £13,000 was included in administrative expenses.

	£million
Taken to the Income Statement	
Return on plan assets (excluding amounts included in net interest expense)	0.1
Actuarial changes arising from changes in financial assumptions	(0.1)
Recognised in the Income Statement	-

Year ended 31 August 2016

	£million
Recognised in the Income Statement	
Interest on defined benefit pension plan obligation	(0.2)
Interest on scheme assets	0.2
Net interest on defined benefit liability	-

Of the total charge, £nil was included in administrative expenses.

15. Retirement benefit schemes (continued)

WBA Holdings 1 Limited

Notes to the financial statements (continued) for the year ended 31 August 2017

	£million
Taken to the Income Statement	
Return on plan assets (excluding amounts included in net interest expense)	0.5
Actuarial changes arising from changes in demographic assumptions	0.1
Actuarial changes arising from changes in financial assumptions	(0.6)
Recognised in the Income Statement	-

Changes in the present value of the defined benefit pension obligations are analysed as follows:

	£million
Defined benefit obligation at 1 September 2015	5.2
Interest on benefit obligation	0.2
Actuarial gains and losses	0.5
Defined benefit obligation at 31 August 2016	5.9
Actuarial gains and losses	(0.1)
Settlement of defined benefit obligation	(5.8)
Defined benefit obligation at 31 August 2017	-

Changes in the fair value of plan assets are analysed as follows:

	£million
Fair value of plan assets at 1 September 2015	4.0
Interest income on plan assets	0.2
Actuarial gains and losses	0.5
Fair value of plan assets at 31 August 2016	4.7
Actuarial gains and losses	0.1
Contribution payments	0.1
Deficit contributions	2.7
Benefit payments on settlement	(7.5)
Assets returned to employer	(0.1)
Fair value of plan assets at 31 August 2017	-

Pension contributions are determined with the advice of independent qualified actuaries, BWCI, on the basis of annual valuations using the projected unit credit method. The projected unit credit method is an accrued benefits valuation method in which the scheme liabilities make allowance for future earnings. Scheme assets are stated at their market values at the respective balance sheet dates and overall expected rates of return are established by applying published brokers' forecasts to each category of scheme assets.

	31 August 2017 %	31 August 2016 %
Main assumptions:		
Rate of salary increases	-	-
Discount rate	-	2.55
Inflation assumption	-	2.65
Post-retirement mortality (in years)	-	24.5

16. Share capital

	2017 £	2016 £
Authorised		
432,926,300 Ordinary shares of 10p each (2016: 432,926,300 shares)	43,292,630	43,292,630
Issued and fully paid		
361,739,721 Ordinary shares of 10p each (2016: 361,739,711 shares)	36,173,972	36,173,971

The Company has one class of Ordinary shares issued which carry no right to fixed income.

On 31 August 2017, the Company issued 10 bonus shares of £0.10 each with a premium of £216,769,225.51 for no consideration. Subsequently on 31 August 2017, the Company reduced the premium by £216,769,225.51 to £nil.

17. Share premium account

WBA Holdings 1 Limited

Notes to the financial statements (continued)

for the year ended 31 August 2017

	£million
At 31 August 2016	-
Premium increase on issue of bonus shares	216.8
Premium reduction	(216.8)
At 31 August 2017	-

18. Retained earnings

	£million
At 1 April 2015	221.0
Profit for the year	501.2
Dividends paid	(500.0)
At 31 August 2016	222.2
Profit for the year	680.3
Dividends paid	(785.1)
At 31 August 2017	117.4

19. Ultimate parent undertaking

At 31 August 2017, the Company's immediate parent company was Alliance Boots Holdings Limited and its ultimate parent company and controlling party was Walgreens Boots Alliance, Inc. Walgreens Boots Alliance, Inc. is also the parent undertaking of the largest and smallest group in which the Company is consolidated. The consolidated financial statements of this group are available from the Walgreens Boots Alliance website at www.walgreensbootsalliance.com.

Walgreens Boots Alliance, Inc. is incorporated in the United States of America, and its principal office address is 108 Wilmot Road, Deerfield, Illinois, 60015.