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

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**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No.)\***

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**BRIGHTSPRING HEALTH SERVICES, INC.**  
(Name of Issuer)

**Common Stock, par value \$0.01 per share**  
(Title of Class of Securities)

**10950 A106**  
(CUSIP Number)

**September 30, 2024**  
(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out of a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	<b>Name of Reporting Person</b>	
	Walgreen Boots Alliance, Inc.	
2	<b>Check the Appropriate Box if a Member of a Group</b>	
	(a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
3	<b>SEC Use Only</b>	
4	<b>Citizenship or Place of Organization</b>	
	Delaware	
<b>Number of Shares Beneficially Owned by Each Reporting Person With:</b>	5	<b>Sole Voting Power</b>
	6	<b>Shared Voting Power</b>
		23,239,996
	7	<b>Sole Dispositive Power</b>
	8	<b>Shared Dispositive Power</b>
		23,239,996
9	<b>Aggregate Amount Beneficially Owned by Each Reporting Person</b>	
	23,239,996	
10	<b>Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares</b>	
	<input type="checkbox"/>	
11	<b>Percent of Class Represented by Amount in Row (9)</b>	
	13.4%*	
12	<b>TYPE OF REPORTING PERSON</b>	
	HC, CO	

\* This calculation is based on 174,126,427 shares of common stock outstanding as of October 29, 2024 (as represented by the Issuer in its Quarterly Report on Form 10-Q filed on November 1, 2024).

**Item 1(a). Name of Issuer:**

BrightSpring Health Services, Inc.

**Item 1(b). Address of Issuer's Principal Executive Offices:**

805 N. Whittington Parkway, Louisville, Kentucky 40222

**Item 2(a). Name of Person Filing:**

Walgreens Boots Alliance, Inc. (the "Reporting Person")

**Item 2(b). Address of Principal Business Office or, if none, Residence:**

108 Wilmot Road, Deerfield, Illinois 60015

**Item 2(c). Citizenship:**

Delaware

**Item 2(d). Titles of Classes of Securities:**

Common Stock, par value \$0.01 per share

**Item 2(e). CUSIP Number:**

10950 A106

**Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a(n):**

- (a)  Broker or dealer registered under Section 15 of the Exchange Act (15 U.S.C. 78o).
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c)
- (c)  Insurance company as defined in Section 3(a)(19) of the Exchange Act (15 U.S.C. 78c).
- (d)  Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e)  Investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).
- (f)  Employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
- (g)  Parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
- (h)  Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i)  Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j)  Non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J).
- (k)  Group in accordance with §240.13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_.

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**Item 4. Ownership**

- (a) Amount beneficially owned: 23,239,996
- (b) Percent of class: 13.3%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 23,239,996
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 23,239,996

**Item 5. Ownership of Five Percent or Less of a Class.**

Not Applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.**

This statement on Schedule 13G is being filed by Walgreens Boots Alliance, Inc. on behalf of itself and its wholly owned subsidiary, Walgreen Co.

**Item 8. Identification and Classification of Members of the Group.**

Not applicable.

**Item 9. Notice of Dissolution of Group.**

Not applicable.

**Item 10. Certifications.**

Not applicable.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: November 14, 2024

**Walgreens Boots Alliance, Inc.**

By: /s/ Joseph B. Amsbary, Jr.

Name: Joseph B. Amsbary, Jr.

Title: Senior Vice President, Corporate Secretary