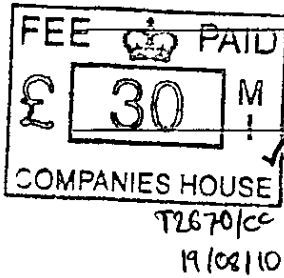


Bulk
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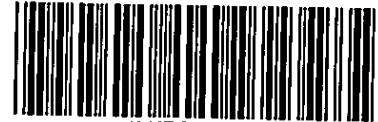
A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to confirm
that the company information is
correct as at the date of this return
You must file an Annual Return at
least once every year

☐ **What this form is NOT**
You cannot use this form
notice of changes to the
officers, registered office,
company type or inform
relating to the company

THURSDAY



LD2 19/08/2010 292
COMPANIES HOUSE

Part 1 Company details

The section must be completed by all companies

→ **Filing in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

A1 Company details

Company number 0 4 4 5 2 7 1 5

Company name in full **1** Alliance Boots Holdings Limited ✓

1 Company name change
If your company has recently
changed its name, please provide
the company name as at the date of
this return

A2 Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below

Date of this return **2** 8 0 6 2 0 1 0

2 Date of this return
Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date

A3 Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities **3** ✓

Classification code 1 7 4 1 5
Classification code 2
Classification code 3
Classification code 4

If you cannot determine a code, please give a brief description of your
business activity below

Principal activity
description

3 Principal business activity
You must provide a trade
classification code (SIC code) or a
description of your company's main
business in this section

A full list of the trade classification
codes are available on our website
www.companieshouse.gov.uk

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A4

Company type^①

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☐ Public limited company
- ☒ Private company limited by shares ✓
- ☐ Private company limited by guarantee
- ☐ Private company limited by shares exempt under section 60
- ☐ Private company limited by guarantee exempt under section 60
- ☐ Private unlimited company with share capital
- ☐ Private unlimited company without share capital

① Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website
www.companieshouse.gov.uk

A5

Registered office address^②

Building name/number	Sedley Place
Street	4th Floor 361 Oxford Street
Post town	London
County/Region	
Postcode	W 1 C 2 J L

② Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return

A6

Single alternative inspection location (SAIL) of the company records (if applicable)^③

Building name/number	Capita Registrars, Northern House ✓
Street	Woodsome Park
Post town	Huddersfield
County/Region	
Postcode	H D 8 0 L A

③ SAIL address

This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form AD02 and submit it together with this annual return

A7

Location of company records^④

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6

- ☒ Register of members ✕
- ☐ Register of directors
- ☐ Directors' service contracts
- ☐ Directors' indemnities
- ☐ Register of secretaries
- ☐ Records of resolutions etc
- ☐ Contracts relating to purchase of own shares
- ☐ Documents relating to redemption or purchase of own share out of capital by private company
- ☐ Register of debenture holders
- ☐ Report to members of outcome of investigation by public company into interests in its shares
- ☐ Register of interests in shares disclosed to public company
- ☐ Instruments creating charges and register of charges England and Wales or Northern Ireland
- ☐ Instruments creating charges and register of charges Scotland

④ Location of company records

If the company records are held at the registered office address, do not tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return

Part 2 Officers of the company

This section should include details of the company at the date to which this annual return is made up

- For a **secretary** who is an individual, go to **Section B1**
- For a **corporate secretary**, go to **Section C1**
- For a **director** who is an individual, go to **Section D1**
- For a **corporate director**, go to **Section E1**

Continuation pages

Please use a continuation page if you need to enter more officer details

Secretary

B1

Secretary's details ^①

Please use this section to list all the secretaries of the company
For a corporate secretary, complete **Section C1-C4**

Title*	Mr
Full forename(s)	Frank
Surname	Standish
Former name(s) ^②	

① Secretary appointments

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return

Corporate details

Please use **Section C1-C4** to enter corporate secretary details

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes

B2

Secretary's service address ^③

Building name/number	2
Street	The Heights Brooklands
Post town	Weybridge
County/Region	Surrey
Postcode	K T 1 3 0 N Y
Country	UK

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Corporate secretary

C1	Corporate secretary's details ¹	
	Please use this section to list all the corporate secretaries of the company	
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	
Country		
	<p>1 Corporate secretary appointments You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return.</p> <p>Corporate secretary details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04.</p> <p>This information will appear on the public record.</p>	
C2	Location of the registry of the corporate body or firm	
	Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete Section C3 only → No Complete Section C4 only	
C3	EEA companies ²	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered ³	United Kingdom	
Registration number	04452715	
	<p>2 EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk</p> <p>3 This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)</p>	
C4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ⁴		
If applicable, the registration number		
	<p>4 Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.</p>	

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Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Frank	
Surname	Standish ✓	
Former name(s) ^②		
Country/State of residence	UK	
Nationality	Irish	
Date of birth	04/12/1963	
Business occupation (if any)	Company Secretary	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^①	
Building name/number	Sedley Place	
Street	4th Floor 361 Oxford Street	
Post town	London	
County/Region		
Postcode	W1C 2JL	
Country	England	

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

D1	Director's details ¹	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Martin	
Surname	Delve	
Former name(s) ²		
Country/State of residence	UK	
Nationality	English	
Date of birth	2 2 0 8 1 9 6 7	
Business occupation (if any)	Accountant	

1 Director appointments
You cannot use this form to appoint a director. To do this, please complete form **AP01** and submit it together with this annual return.

Corporate details
Please use **Section E1-E4** to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH01**.

2 Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ³	
Building name/number	Sedley Place	
Street	4th Floor	
	361 Oxford Street	
Post town	London	
County/Region		
Postcode	W 1 C 2 J L	
Country	England	

3 Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office' please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Annual Return

Director

D1 Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Ms
Full forename(s)	Kathleen
Surname	McCoy
Former name(s) ^②	
Country/State of residence	UK
Nationality	British
Date of birth	<div> <div>d1</div> <div>d2</div> <div>m1</div> <div>m0</div> <div>y1</div> <div>y9</div> <div>y6</div> <div>y0</div> </div>
Business occupation (if any)	Director

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^①	
Building name/number	Sedley Place
Street	4th Floor 361 Oxford Street
Post town	London
County/Region	
Postcode	W 1 C 2 J L
Country	England

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Corporate director

E1	Corporate director's details ¹	
	Please use this section to list all the corporate director's of the company	
Corporate body/firm name		¹ Corporate director appointments You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return. Corporate director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02. This information will appear on the public record.
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		

E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only	

E3	EEA companies ²	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered ³		² EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ³ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number		

E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		⁴ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
Governing law		
If applicable, where the company/firm is registered ⁴		
If applicable, the registration number		

Part 3 Statement of capital ¹

Does your company have share capital?

- Yes Complete the sections below and the following Part 4
→ No Go to Part 5 (Signature)

¹ This should reflect the company's capital status at the made up date of this annual return

F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling
If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Ordinary	0.39		973,765,906	£ 362,041,170
				£
				£
				£
Totals			973,765,906	£ 362,041,170

F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies
Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals				

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares	973,765,906
Total aggregate nominal value ⁵	£362,041,170

⁵ Total aggregate nominal value
Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc

² Including both the nominal value and any share premium

³ Number of shares issued multiplied by nominal value of each share

³ Total number of issued shares in this class

Continuation Pages
Please use a Statement of Capital continuation page if necessary

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F4

Statement of capital (Voting rights)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share

Ordinary

Voting rights

Please see continuation sheet

Class of share

Voting rights

Class of share

Voting rights

Class of share

Voting rights

Part 4

Shareholders

Does your company have share capital?
→ Yes Complete the sections below
→ No Go to Part 5 (Signature)

❶ This should reflect the shareholder details at the made up date of this annual return

G1

Traded public companies ❷

☐ Please tick the box if your company was a traded public company at any time during the period of this return

❷ Traded company definition
A traded company means a company any of whose shares are admitted to trading on a regulated market

G2

List of past and present shareholders

Private and non-traded public companies are required to provide a 'full list' if one was not included with either of the last two returns

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns

Please tick the appropriate box below

- ☒ A full list of shareholders for a private or non-traded public company is enclosed Please complete **Section G3**, or
- ☐ A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed Please complete **Section G4**
- ☐ A list of shareholder changes is enclosed
→ For private or non-traded public companies, please complete **Section G3**
→ For traded public companies, please complete **Section G4**
- ☐ There were no shareholder changes in this period
→ Go to **Part 5 (Signature)**

Please tick the appropriate box below to indicate the format of your shareholder details

- ☐ The list of shareholders is enclosed on paper
- ☒ The list of shareholders is enclosed in another format

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F4

Statement of capital (Voting rights)

Class of share

Ordinary

Voting rights

On a show of hands every member who is present in person shall have one vote, and every proxy appointed by a member and present at a general meeting of the company (other than the chairman of the meeting) shall have one vote. A proxy shall not have more than one vote on a show of hands even if he is also a member or is a proxy for more than one member. On a poll every member who is present in person or by proxy shall have one vote for every share of which he is the holder.

Subject to the provisions of the Companies Acts, the company may by ordinary resolution from time to time declare dividends in accordance with the respective rights of the members, but no dividend shall exceed the amount recommended by the board.

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G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
see enclosed disk				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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G4

Traded public companies – list of past and present shareholders

This section should show the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return. It should only be completed by public companies that have traded on a regulated market at any time during the period of this return.

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year.

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order.


Joint shareholders should be listed consecutively.

Further shareholders

Please use a 'Traded public companies – list of past and present shareholders' continuation page if necessary.

Shareholder's details		Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
			Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Name					/ /
Address					/ /
					/ /
Name					/ /
Address					/ /
					/ /
Name					/ /
Address					/ /
					/ /
Name					/ /
Address					/ /
					/ /

Part 5 Signature

	This must be completed by all companies		
	I am signing this form on behalf of the company		
Signature	<div>Signature</div> <div>X  X</div>		<p>❶ Societas Europaea If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership</p> <p>❷ Person authorised Under either section 270 or 274 of the Companies Act 2006</p>
	This form may be signed by Director ❶ , Secretary, Person authorised ❷ , Charity commission receiver and manager, CIC manager, Judicial factor		

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	Sarah Morbey
Company name	Alliance Boots
Address	Sedley Place
	4th Floor
	361 Oxford Street
Post town	London
County/Region	
Postcode	W 1 C 2 J L
Country	
DX	
Telephone	



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record



How to pay

A fee of £30 is payable to Companies House in respect of an Annual Return

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Subsidiary	% Parent Interest Held	Jurisdiction Name
AB Dormants Limited	100	England
AB Earl (UK) Limited	100	England
Alliance Boots Holdings 1 Limited	100	England
Alliance Boots Management Services Limited	100	England
Alliance Boots Services Limited	100	England
Alliance Boots Sourcing (Hong Kong) Limited	100	Hong Kong
Alliance Healthcare (Distribution) Limited	100	England
Alliance Healthcare Management Services Limited	100	England
BCM Employment & Management Services Limited	100	England
BCM Limited	100	England
BCM Specials Limited	100	England
Beachcourse Limited	100	England
Beeston Freehold Company Limited	100	Cayman Islands
Boots (Jersey) Limited	100	Jersey
Boots Centre for Innovation Limited	100	England
Boots Charitable Trust	100	England
Boots Dentalcare Limited	100	England
Boots Eyewear 2 Limited	100	England
Boots Farmaceutforetagarna AB	51	Sweden
Boots Holdings (International Retail) Limited	100	England
Boots International Limited	100	England
Boots International Management Services Limited	100	England
Boots Management Services Limited	100	England
Boots Optical Investment Holdings Limited	58	England
Boots Opticians Limited	100	England
Boots Pensions Limited	100	England
Boots Retail (Ireland) Limited	100	Ireland
Boots Retail (Thailand) Limited	100	Thailand
Boots Retail Holdings (USA) Inc	100	United States
Boots Share Plan Trustee Limited	100	England
Boots UK Limited	100	England
BRH (Thailand) Limited	100	Thailand
Caseview (P L) Limited	100	England
Central Homecare Limited	100	England
E Moss, Limited	100	England
Leamington Spa Properties (Two) Limited	100	England
OTC Direct Limited	100	England
Ranch B V	100	Netherlands
The Boots Company PLC	100	England
The Boots Group Benevolent Fund	50	England
Underwoods (Cash Chemists) Limited	100	England
UniChem (Warehousing) Limited	100	England
Whites Property Company Limited	100	England
A & A Taylor Limited	100	Scotland
A Livesley & Sons Limited	100	England
Alliance Boots (Nominees) Limited	100	England
Alliance Boots Group Limited	100	England
Alliance Healthcare Turkey Holding A S	100	Turkey
Alliance Pharmacy Limited	100	England
Alliance UniChem Group Limited	100	England
Alliance UniChem Investments 1 Limited	100	England
Alliance UniChem Investments 3 Limited	100	England
Alliance Unichem Services Limited	100	England

Alliance UniChem Treasury Limited	100	England
AP (NI) (No 1) Limited	100	Northern Ireland
AU Cosec Limited	100	England
AU Dormants Limited	100	England
Aubrey Glass Limited	100	England
B H C P Limited	25	England
Babtie & Campbell Limited	100	Scotland
Baddon Holdings Limited	100	Scotland
Beccles H C C Limited	50	England
Bellpharm Limited	100	England
Billchem Limited	20	England
Blyth Pharmacy Limited	77 5	England
Boots Contact Lenses Limited	100	Jersey
Boots Development Properties Limited	100	England
Boots Eyewear Limited	100	England
Boots Health & Beauty Limited	100	England
Boots Insurance Services Limited	100	England
Boots Optical (Holdings) Limited	100	England
Boots Opticians Professional Services Limited	100	England
Boots Pure Drug Company Limited	100	England
Boots Retail USA Inc	100	United States
Boots The Chemists Limited	100	England
Boots.com Direct Limited	100	England
Bootsphoto.com Limited	100	England
Boydslaw 62 Limited	100	Scotland
Bridgeton Health Centre Pharmacy Limited	14	Scotland
Brights Chemists Limited	100	England
Broadley Chemists (Hornchurch) Limited	100	England
C L (Basingstoke) Limited	100	England
Caton Pharmacy Limited	100	England
Centrepharm Limited	74 33	England
Clarepharm Limited	31 3	England
Cleveleys Health Centre Pharmacy Limited	40	England
Coatbridge Dispensary Limited	31 34	Scotland
Colne (H C C) Limited	12 5	England
Combe Martin Chemist Limited	100	England
Coulson & Fisher (Shelford) Limited	100	England
D C Healthcare Limited	100	England
D&A Eyewear Limited	100	England
D&A Professional Services Limited	100	England
Darwen (H C C) Limited	37	England
David Hayes Pharmacy Limited	100	England
DDM Healthcare Limited	100	Scotland
Dollond & Aitchison Limited	100	England
E Moss (N I NO 1) Limited	100	England
E Moss (N I NO 2) Limited	100	England
E B Gale Limited	100	England
Earl Sweden Bidco AB	100	Sweden
Easterhouse Health Centre Pharmacy Limited	75 6	Scotland
Ebbw Vale Consortium Limited	50	England
Elliott & Carter Limited	100	England
Ernest Oldcorn Limited	100	England
		England &
Fleetwood Health Centre Limited	16 24	Wales
Generics Direct Limited	100	England

George Lunan Limited	100	Scotland
Glade (Marlow) Limited	33 33	England & Wales
Govanhill Pharmacy Limited	52 9	Scotland
Grasmere Leigh Limited	15 1	England & Wales
Greer Pharmacy Group Limited	100	England
H & B (Ulverston) Limited	37	England & Wales
H Neville (Chemist) Limited	100	England
H H C C (Pharmacy) Limited	16 67	Scotland
H H C C Limited	26 67	England & Wales
H V Briggs Limited	100	England
Harry Cockburn (Chemists) Limited	100	Scotland
Henderson Pharmacy Limited	100	England
HF Healthcare Limited	100	England
Hogan's Pharmacy Limited	100	Ireland
Holmscroft H C Limited	10	Scotland
J J Russell Limited	100	Scotland
J Stewart (Chemists) Limited	100	Scotland
J N & L Forster Limited	100	England
J T Hope Evans(Cambridge)Limited	100	England
John Frost Limited	100	England
John Gordon (Chemists) Limited	100	Scotland
Joyce Morrison Limited	100	Scotland
Keighley Health Centre Limited	16 67	England & Wales
Kiddem Limited	100	England
Lattice Barn Pharmacy Limited	100	England
Lendip Medichem Limited	100	England
Limefast Limited	100	England
Linthorns Limited	100	England
Locrendaw Limited	100	England
M & W (Brighton) Limited	33	England & Wales
Marlow Pharmacy Limited(The)	100	England
Martin H Murray (Chemist) Limited	100	Scotland
Maryhill Dispensary Limited	37 5	Scotland
Meadowbank Health Centre Pharmacy Limited	50	Scotland
Miller and Santhouse Limited	100	England
Nelson (H C C) Limited	35 3	England & Wales
Nicholas & Taylor Limited	100	England
Octapharm Limited	15	England & Wales
P M Nixon Limited	100	England
P T Gibbs (Chemists) Limited	100	England
Parallel Imports (P I 'S) Direct Limited	100	England
Parkhead Health Centre Pharmacy Limited	57 8	Scotland
Penrith Health Centre (PD) Consortium Limited	20 35	England & Wales
Pharma Photo Limited	100	England
Pharmacy Initiative 1 plc	27	England
Pharmacy Initiative 2 plc	27	England
Pharmacy Initiative 3 plc	27	England

Pontllanfraith Consortium Limited	20 19	England & Wales
Ranch Holding One GmbH	89 99	Germany
Rupam Pharmacy Limited	100	England
S J & B J Moul Ltd	100	England
Scott Chemists Limited	100	Scotland
Selby & Taylor (Dispensing Chemists) Limited	100	England
SLN Limited	100	England
St Paul's (H C C) Limited	10	England & Wales
Strathclyde Pharmacy Limited	100	Scotland
Swindon Health Centre (PD) Limited	12 68	England & Wales
The Boots Group Benevolent Fund	50	England
The Lancol Pharmacy Limited	100	England
Torrington Park H C C Limited	31	England & Wales
Townhead Pharmacy Limited	20	Scotland
Tuschem Limited	22	England & Wales
UniChem Limited	100	England
Valins Chemists (Seaforth) Limited	100	England
Victoria Pharmacy Limited	23 05	England & Wales
W W Management Limited	100	England
W G Johnstone & Son (Chemists) Limited	100	Scotland
W G Barnes Limited	100	England
W H C P (Dundee) Limited	60 71	Scotland
Wavemill Associates Limited	100	England
Wavemill Limited	100	England
Woodgate Valley Pharmacy Limited	100	England
Woodside Pharmacy (Glasgow) Limited	25	Scotland
York House Pharmacy Limited	100	England
AB Acquisitions Luxco 1 S a r l	100	Luxembourg
AB Property Holdings Limited	100	Cayman Islands
Airdrie Factory Properties (One) Limited	100	England
Airdrie Factory Properties (Two) Limited	100	England
Alliance BMP Limited	100	England
Alliance Boots Investments 1 Limited	100	England
Alliance Boots Investments 2 Limited	100	England
Alliance Boots Treasury Holdings AS	100	Norway
Alliance Boots Treasury Limited	100	England
Alliance Healthcare (IT Services) Limited	100	England
Alliance Healthcare Italia S p a	49	Italy
Alliance Healthcare S A	49	Portugal
Alliance Santé - Distribuição Farmacêutica de Eulália Baeta Pereira e Ramalho Fernandes, S A	100	Portugal
Alliance UniChem Investments 4 Limited	100	England
Alliance UniChem IP Limited	100	England
Alliance UniChem Pension Trustee Limited	100	England
Alliance UniChem Spain Holdings, S L	100	Spain
Alloga S A	100	Luxembourg
Almus Pharmaceuticals Deutschland GmbH	100	Germany
Almus Pharmaceuticals Limited	100	England
Alnwick Pharmacy Limited	100	England

AP (NI) (No 2)	100	Northern Ireland
AP (NI) (No 3)	100	Northern Ireland
AU TradeCo Limited	100	Ireland
BCM Kosmetik GmbH	100	Germany
Boots (Quest) Trustee Limited	100	England
Boots Investments Limited	100	Jersey
Boots Retail (Taiwan) Limited	100	England
Britannic Corporation Limited	100	England
C V Marshall Limited	100	England
Chadale Limited	100	England
Coney Developments (One) Limited	100	England
Coney Developments (Two) Limited	100	England
Cooper & Moore Limited	100	England
Cordia Healthcare Limited	100	England
E B Haworth Limited	100	England
G & J Townshend Limited	100	England
Galenica Ltd	20	Switzerland
Glasgow Developments (One) Limited	100	England
Glasgow Developments (Two) Limited	100	England
Gordon's Chemist Limited	100	England
Hawkeswood (Chemist) Limited	100	England
Healthcare Plus Pharmacies Limited	100	England
Hedef - Alliance Holding Anonim Şirketi	100	Turkey
Lloyd A Royle And Company Limited	100	England
New England Pharmacy Limited	100	England
Nu-Pharm Chemists Limited	100	England
Prodak Kosmetik Spolka z o o	20	Poland
Ranch Holding Two GmbH	100	Germany
Trichem Limited	100	England
Wm Pattinson Pharmacy Limited	100	England
AB Acquisitions Holdings II Limited	100	Gibraltar
AB Acquisitions UK Topco Limited	100	England
AB Property HoldCo Limited	100	England
Alleanza Salute Distribuzione S p a	100	Italy
Alliance Healthcare España S A	99 21	Spain
Alliance UniChem Overseas Holdings	100	England
Alliance UniChem PWS JV Limited	100	England
Alliance UniChem Spain Limited	100	England
Alloga (Italia) S r l	100	Italy
Alloga Logistica (España), S A Unipersonal	100	Spain
Alloga Portugal, Armazenagem e Distribuição Farmacêutica, Lda	10	Portugal
Almus S r l	100	Italy
Amfa S p a	73 83	Italy
Andreae-Noris Zahn AG ('ANZAG')	29 99	Germany
Antica Farmaceutica Modenese S p a	90	Italy
Autodial S r l	100	Italy
Avim Farmaceutici s p a	97 26	Italy
Azienda Farmacie di Pontedera S p a	76 5	Italy
Boots Properties Limited	100	England
Esko Eczacı ve İhtiyat Tic AŞ	99 98	Turkey
Fa Ce S p a	94 94	Italy
Fa Luc S p a	67 25	Italy
Farma Tre Informatica S r l	80	Italy
Farma&Tec Società a Responsabilità Limitata	75	Italy

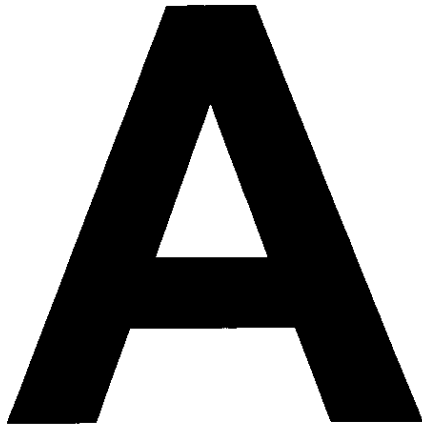
Farma Net Scandicci S p a	49	Italy
Farmacie Comunali S p a	72	Italy
Farmaligure S p a	85 71	Italy
Galenitalia S p a	100	Italy
Genesis Software S p a	100	Italy
Gensini S p a	94 01	Italy
Guangzhou Pharmaceuticals Corporation	50	China
H Buckingham & Son Limited	100	England
Hedef Alliance International	100	Ireland
Hedef Ecza Deposu Ticaret Anonim Şirketi	100	Turkey
Hedef International Holdings BV	100	Netherlands
Hedef Sigorta AŞ	99 92	Turkey
La Farmaceutica - S p a - in liquidazione	50	Italy
	33 33, □	
Lemarfarma S p a	33 33	Italy
Loxess Pharma GmbH	33	Germany
Lu Ca Par S p a	71 88	Italy
Markefarm S L	100	Spain
Megapharm GmbH Pharmazeutische Erzeugnisse	90	Germany
Proconfar - Produtos de Consumo e Farmaceuticos, S A	5 1	Portugal
S I M A Società Ingrosso Medicinali e Affini S P A (S I M A S P A)	13	Italy
Sancak Ecza Deposu Tic AŞ	99 92	Turkey
Skills in Farmacia S r l	100	Italy
Suministros Farmaceuticos y Hospitalarios Egara S A	99 83	Spain
UniChem Healthcare (Netherlands) B V	100	Netherlands
Unifarma Distribuzione S p a	36	Italy
Uniport Lojistik Tic A Ş	99 99	Turkey
Vizyon Kozmetik	78 26	Turkey
A P Apteka Holding Limited	95	Cyprus
AB Acquisitions Luxco 2 S a r l	100	Luxembourg
AB PropCo A Limited	100	England
AB PropCo B Limited	100	England
AB PropCo Beeston Limited	100	England
AB PropCo C Limited	100	England
AB PropCo Retail Flex Limited	100	England
AB PropCo Unichem Flex Limited	100	England
AB PropCo Unichem Limited	100	England
academicPharm GmbH	100	Germany
Aldershot Property Company (One) Limited	100	England
Aldershot Property Company (Two) Limited	100	England
Alianza del Sur S A	50	Spain
Alianza Farmaceutica S A	94 29	Spain
All Far M - Alleanza Farmaceutica Messinese S p a	91 29	Italy
Alleanza Salute Parafarmaceutici S p a	76 5	Italy
Alliance Boots Limited	100	England
Alliance Healthcare Norge AS	100	Norway
Alliance UniChem B V	100	Netherlands
Almus Farmaceutica, S A	100	Spain
Alpha Farmaceutica, S A	100	Spain
Carcinomacare Consult GmbH	100	Germany
Cedifa, S A	3 33	Spain
Centro Farmaceutico Asturiano, S A	97 65	Spain
Centro Farmaceutico Salmantino S A	33 37	Spain
Di Far Società per Azioni	69 32	Italy
Farm Alarico S p a	51 37	Italy

Galenitalia Distribuzione S p a	100	Italy
Hydra Pharm SPA	15	Algeria
Laborgemeinschaft fur angewandte Neoplasieforschung und Cytostatike Evaluation mbH	20	Germany
Lemarsistemı S r l	33 34	Italy
Menendez e hijos, S A	15	Spain
Nexiapharma S A	100	Spain
Nottinghamshire Sports Properties Limited	33 33	England
Oncologic AG	66 66	Switzerland
Prewos 1 S A	100	Luxembourg
St Mary's Court Property Company Limited	25	England
St Mary's Gate (One) Limited	100	England
St Mary's Gate (Two) Limited	100	England
UniDrug Distribution Group Limited	50	England
United Company of Pharmacists SAE	50	Egypt
AB Acquisitions Luxco 2A S a r l	100	Luxembourg
AB Acquisitions Luxco 3 S a r l	100	Luxembourg
AB Acquisitions UK Holdco 1 Limited	100	England
Alliance Apotheek B V	100	Netherlands
Alliance Healthcare B V	100	Netherlands
Alliance Healthcare s r o	97 13	Czech Republic
Alliance UniChem International Trading	100	Ireland
Alloga (Nederland) B V	100	Netherlands
Boots Norge AS	100	Norway
		Russian
CJSC Apteka-Holding	100	Federation
Farmaka AS	100	Norway
Institut fur Medizinisch Versorgungsforschung, Management und Beratung Halle GmbH & Co KG	10	Germany
Kring apotheek B V	51	Netherlands
Lex-Dart Enterprises Limited	100	Cyprus
Malignitat und Management GmbH & Co KG	70	Germany
Praxis fur internistische Onkologie und Hamatologie GmbH	50	Germany
prevecura GmbH	100	Germany
Stephar B V	100	Netherlands
StuGIO und Management GmbH & Co KG	71 4	Germany
AB Acquisitions (Ireland) Limited	100	Ireland
AB Acquisitions Limited	100	England
AB Acquisitions Luxco 3A S a r l	100	Luxembourg
AB Acquisitions UK Holdco 2 Limited	100	England
Alliance Healthcare Participaties B V	100	Netherlands
Alliance Services B V	100	Netherlands
Apotheek Beijum B V	100	Netherlands
Apotheek Beilen B V	100	Netherlands
Apotheek de Ypelaar B V	100	Netherlands
Apotheek Groenlo B V	100	Netherlands
Apotheek Hazerswoude B V	100	Netherlands
Apotheek Hilvarenbeek B V	100	Netherlands
Apotheek Kothuis B V	100	Netherlands
Apotheek Middenbaan B V	100	Netherlands
Apotheek Oosterhof B V	100	Netherlands
Apotheek Papegaaienburg B V	100	Netherlands
Apotheek Rozenburg B V	100	Netherlands
Apotheek Schepers B V	100	Netherlands
Apotheek Ziekenzorg B V	100	Netherlands

Bos en Berg B V	100	Netherlands
CJSC Apteka-Avto	100	Russian Federation
CJSC Apteka-Avto 2	100	Russian Federation
De Beekse Apotheek B V	100	Netherlands
Derissen & Roex Holding B V	100	Netherlands
DHA Heemskerk B V	100	Netherlands
Eisenburg Apotheek B V	100	Netherlands
Euro Registratie Collectief B V	25	Netherlands
Gestelse Apotheek B V	100	Netherlands
Hildebrand Apotheek B V	100	Netherlands
LLC Alfega Apteka	80	Russian Federation
LLC Apteka-Holding 1	100	Russian Federation
LLC Moya Lubimaya Apteka	100	Russian Federation
LLC Okulus-Sever	100	Norway
Nye HomeCare AS	100	Norway
Reese & Beintema B V	100	Netherlands
Spits B V	100	Netherlands
Stephar Direct B V	100	Netherlands
AB Acquisitions FX Inter Limited	100	England
AB Acquisitions Luxco 4 S a r l	100	Luxembourg
Alliance Boots Luxco Property Company S a r l	100	Luxembourg
Alliance Boots PropCo A LLP	100	England
Alliance Boots PropCo B LLP	100	England
Alliance Boots PropCo Beeston LLP	100	England
Alliance Boots PropCo C LLP	100	England
Alliance Boots PropCo Retail Flex LLP	100	England
Alliance Boots PropCo Unichem Flex LLP	100	England
Alliance Boots PropCo Unichem LLP	100	England
Almus Pharmaceuticals Singapore Pte Limited	50	Singapore
Apotheek Bergschenhoek Beheer B V	100	Netherlands
Apotheek Hagl B V	40	Netherlands
Apotheek Lichtenvoorde B V	48 99	Netherlands
Apotheek Oisterwijk B V	100	Netherlands
Apotheek Pannenschuur B V	100	Netherlands
Apotheek Scharlei V O F	35	Netherlands
Apotheek Schoonbroodt B V	49	Netherlands
Centrum Apotheek B V	35	Netherlands
Libra-Apotheken C V	35	Netherlands
LLC Alfega Apteka	20	Russian Federation
LLC Alliance Healthcare Russia	100	Russian Federation
Sedley Participations France SAS	100	France
Waterland Apotheek B V	100	Netherlands
AB Acquisitions (Ireland) 2 Limited	100	Ireland
AB Acquisitions FX Pref Limited	100	Cayman Islands
Alliance Healthcare Participations France	100	France
Alliance Santé France SAS	100	France
BCM Cosmetique France SAS	100	France

Alliance Healthcare France SA	97 79	France
Alliance Healthcare Participations France	99	France
Alliance Sante Finance Limited	100	England
Alloga France SAS	100	France
Financière Hippocrate	100	France
Alliance Healthcare Répartition	100	France
Almus France SAS	100	France
Cegedim S A	8 68	France
Directlog SAS	100	France
Hippocrate participations	100	France
Locapharm SAS	99 82	France
Ouest Répartition SA	100	France
Pharmadep SAS	99 98	France
Woodglen Properties Limited	100	Ireland
Alphega SA	99 42	France
Depolabo	100	France
Laboratoires ABC Pharmacare SAS	100	France
Serex SAS	100	France

**FORM ML8 (03/07)
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