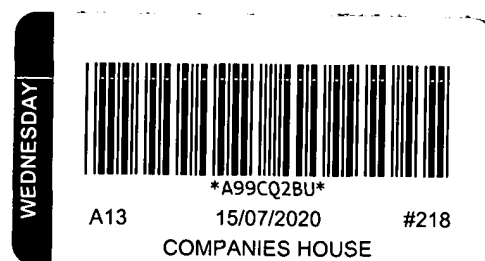


Company registration number: 06436322



**Soap & Glory Limited**  
**Strategic report, Directors' report and financial statements**  
for the year ended 31 August 2019

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**Strategic report**

for the year ended 31 August 2019

**Principal activities**

The Company did not trade during the year.

**Business review**

	2019		2018	
	£'000	Change	£'000	Change
Revenue	—	— %	—	— %
Operating profit/loss	—	— %	—	— %
Profit/(loss) for the year	—	— %	—	— %
Shareholders' equity	1	— %	1	— %

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.

No risks have been identified in relation to the year ended 31 August 2019

Approved by the Board and signed on its behalf by:



**Andrew Thompson**  
Company Secretary

08/07/2020

## Directors' report

for the year ended 31 August 2019

The Directors present their report and the financial statements for the year ended 31 August 2019.

### Going concern

The Company is not a going concern as it has ceased trading, thus the annual financial statements have been prepared on a basis other than going concern. Further details regarding the adoption of a basis other than going concern can be found in the note 2 in the financial statements.

### Dividends

The directors do not recommend the payment of a dividend.

### Future developments

The Company will remain a holding company until such time it is deemed ready for dissolution.

### 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:

Joanne Hodgson	(appointed 31 March 2020)
Emma Harris	(appointed 19 August 2019, resigned 31 March 2020)
Anne Murphy	(appointed 21 December 2018)
Rosemary Counsell	(resigned 19 August 2019)
Ken Murphy	(resigned 21 December 2018)

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

Approved by the Board and signed on its behalf by:



**Andrew Thompson**  
Company Secretary

08/07/2020

Registered office:  
1 Thane Road West, Nottingham, NG2 3AA

Registered in England and Wales No. 06436322

**Directors' responsibilities statement**

for the year ended 31 August 2019

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; 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.

# Soap & Glory Limited

## Income statement

for the year ended 31 August 2019

	Notes	2019 £'000	2018 £'000
Revenue		—	—
Cost of sales		—	—
Gross profit		—	—
Distribution costs		—	—
Administrative expenses		—	—
Operating profit/loss		—	—
Investment revenue		—	—
Finance costs		—	—
Profit/(loss) before taxation		—	—
Tax		—	—
<b>Profit/(loss) for the year</b>		<b>—</b>	<b>—</b>

The Company's operations have discontinued.

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

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

# Soap & Glory Limited

## Balance sheet

As at 31 August 2019

	Notes	2019 £'000	2018 £'000
<b>Assets</b>			
<b>Current assets</b>			
Investments in subsidiaries	4	20	20
Trade and other receivables	5	1	1
		21	21
<b>Total assets</b>		21	21
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	6	(20)	(20)
<b>Net current assets</b>		1	1
<b>Total assets less current liabilities</b>		1	1
<b>Net assets</b>		1	1
<b>Equity</b>			
Share capital	7	1	1
<b>Total Equity</b>		1	1

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

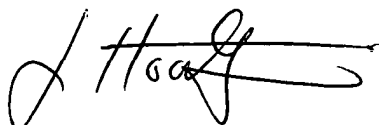
The financial statements of Soap & Glory Limited (registered number: 06436322) were approved by the Board of directors and authorised for issue on 08/07/2020.

For the year ending 31 August 2019, the Company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The members have not required the Company to obtain an audit in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with provisions applicable to companies subject to the small companies regime, They were signed on its behalf by:



Director  
Joanne Hodgson

# Statement of changes in equity

for the year ended 31 August 2019

	Share capital £'000	Retained Earnings £'000	Total £'000
At 1 September 2017	1	—	1
Profit/(loss) for the year	—	—	—
At 31 August 2018	1	—	1
Profit/(loss) for the year	—	—	—
<b>At 31 August 2019</b>	<b>1</b>	<b>—</b>	<b>1</b>

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



## **Notes to the financial statements**

for the year ended 31 August 2019

### **1. General information**

Soap & Glory Limited (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](http://www.walgreensbootsalliance.com). The principal office of the parent company preparing consolidated accounts is 108 Wilmot 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 the revaluation of certain properties, financial instruments and investment property 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.

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

(a) the requirements of paragraphs 45(b) and 46-52 of IFRS 2 *Share based Payment*, because the share based payment arrangement concerns the instruments of another group entity;

(b) the requirements of paragraph 33(c) of IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations*;

(c) the requirements of IFRS 7 *Financial Instruments: Disclosures*;

(d) the requirements of paragraphs 91-99 of IFRS 13 *Fair Value Measurement*;

(e) 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;

(ii) paragraph 73(e) of IAS 16 *Property, Plant and Equipment*;

(iii) paragraph 118(e) of IAS 38 *Intangible Assets*;

(f) 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*;

(g) the requirements of IAS 7 *Statement of Cash Flows*;

(h) The requirements of paragraphs 30 and 31 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*.

(i) the requirements of paragraph 17 of IAS 24 *Related Party Disclosures*;

(j) 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; and

(k) the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 *Revenue from Contracts with Customers*.

Where relevant, equivalent disclosures have been given in the group accounts of Walgreens Boots Alliance, Inc.

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, leasing transactions that are within the scope of IAS 17, 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's Directors have assessed that the Company has operations that are no longer continuing. Thus, the annual financial statements have been prepared on a basis other than going concern. No adjustments arose as a result of not applying the going concern.

## **Notes to the financial statements (continued)**

for the year ended 31 August 2019

### **2. Significant accounting policies (continued)**

#### **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 2018. Their adoption has not had a material impact on the disclosures or on the amounts reported in these financial statements.

- **IFRS 9 Financial Instruments:** The Company has adopted IFRS 9 Financial Instruments (revised in July 2014) and the related consequential amendments to other IFRS Standards for the first time in the current year. The requirements of IFRS 9 represent a significant change from IAS 39 Financial Instruments: Recognition and Measurement.
- **IFRS 15 Revenue from Contracts with Customers:** The Company has adopted IFRS 15 Revenue from Contracts with Customers (as amended in April 2016) for the first time in the current year. IFRS 15 introduced a 5-step approach to revenue recognition, with more prescriptive guidance added to deal with specific scenarios.

The Company has applied IFRS 15 using the retrospective with cumulative effect method – i.e. by recognising the cumulative effect of initially applying IFRS 15 as an adjustment to the opening balance of equity at 1 September 2018. Therefore, the comparative information has not been restated and continues to be reported under IAS 18 and IAS 11.

The Company's accounting policies for its revenue streams are disclosed in detail in note 2 below. Apart from providing more extensive disclosures for the Company's revenue transactions, the application of IFRS 15 has not had a material impact on the financial position and/or financial performance of the Company.

#### **Investments in subsidiaries**

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

#### **Operating profit**

Operating profit is stated after charging restructuring costs but before investment income and finance costs.

#### **Taxation**

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

##### *Current tax*

The tax currently payable 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 period*

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.

### **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.

## Notes to the financial statements (continued)

for the year ended 31 August 2019

### 3. Critical accounting judgements and key sources of estimation uncertainty (continued)

The Directors have assessed that there are no critical judgments or sources of estimation uncertainty in preparing the financial statements.

#### 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 £0.02 million with no impairment loss recognised in 2019 or 2018.

### 4. Investments in subsidiaries

	£'000
<b>Cost</b>	
At 1 September 2018	20
<b>At 31 August 2019</b>	<b>20</b>
<b>Carrying amount</b>	
At 31 August 2018	20
<b>At 31 August 2019</b>	<b>20</b>

The Company's subsidiary undertakings at the balance sheet date are presented as follows:

	Share class	Percentage held by the Company directly	Percentage held by the Company or subsidiary undertakings	Country of incorporation	Registered office
Soap & Glory GmbH i.L.	Ordinary shares	100%	Nil	Germany	Solmsstraße 73, Frankfurt am Main, Germany

### 5. Trade and other receivables

	2019 £'000	2018 £'000
Amounts owed by group undertakings	1	1
Included in current assets	1	1
<b>Total trade and other receivables</b>	<b>1</b>	<b>1</b>

### 6. Trade and other payables

	2019 £'000	2018 £'000
Amounts owed to Group undertakings	20	20
Included in current liabilities	20	20
<b>Total trade and other payables</b>	<b>20</b>	<b>20</b>

Amounts owed to Group undertakings are unsecured, non-interest bearing and repayable on demand.

## Notes to the financial statements (continued)

for the year ended 31 August 2019

### 7. Share capital

	2019	2018
	£'000	£'000
<b>Authorised</b>		
Unlimited	—	—
<b>Issued and fully paid</b>		
1,000 ordinary shares of £1 each	1	1

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

### 8. Related parties

The Company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with fellow wholly owned subsidiaries.

### 9. Ultimate parent undertaking

At 31 August 2019, the Company's immediate parent company was The Boots Company PLC 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](http://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.