

MCKESSON CORP  
Form 4  
August 14, 2008

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HAMMERGREN JOHN H**

(Last) (First) (Middle)

ONE POST STREET

(Street)

SAN FRANCISCO, CA 94104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**MCKESSON CORP [MCK]**

3. Date of Earliest Transaction (Month/Day/Year)  
**08/12/2008**

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chairman, President & CEO**

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 08/12/2008                           |  | M                              | 30,000 A \$ 29.8125   | 30,000  | D  |   |
| Common Stock                    | 08/12/2008                           |  | S                              | 30,000 (1) D \$ 56.0334   | 0   | D  |   |
| Common Stock                    | 08/13/2008                           |  | M                              | 20,000 A \$ 29.8125   | 20,000  | D  |   |
| Common Stock                    | 08/13/2008                           |  | S                              | 20,000 (1) D \$ 56.1073   | 0   | D  |   |
| Common Stock                    | 08/14/2008                           |  | S                              | 25,820 D \$ 56.5043   | 262,567.92  | I  | By Trust (2)  |

|                 |            |   |  |
|-----------------|------------|---|--|
| Common<br>Stock | 3,906.8399 | I | By<br>Profit-Sharing<br>Investment<br>Plan |
|-----------------|------------|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (Right-to-buy)       | \$ 29.8125   | 08/12/2008                           |  | M                              | 30,000<br><u>(1)</u>  | <u>(3)</u> 08/16/2009                                    | Common Stock  | 30,000                        |
| Employee Stock Option (Right-to-buy)       | \$ 29.8125   | 08/13/2008                           |  | M                              | 20,000<br><u>(1)</u>  | <u>(3)</u> 08/16/2009                                    | Common Stock  | 20,000                        |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| HAMMERGREN JOHN H<br>ONE POST STREET<br>SAN FRANCISCO, CA 94104 | X             |           | Chairman, President & CEO |       |

## Signatures

Donna Spinola,  
Attorney-in-fact

08/14/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Option exercise and sale were pursuant to a previously adopted plan dated 06/13/2008, intended to comply with Rule 10b5-1(c).

Represents 187,567.92 shares held under the Hammergren Family Trust Agreement, November 1997; 37,500 shares held under the JHH

(2) 2008 Grantor Retained Annuity Trust Agreement No. 1; and 37,500 shares held under the WLH 2008 Grantor Retained Annuity Trust Agreement No. 1.

(3) This option vested in 3 installments; 50% on the 2nd grant date anniversary and 25% on each of the 3rd and 4th grant date anniversaries.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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