

MCKESSON CORP  
Form 8-K  
January 18, 2006

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

January 11, 2006

McKesson Corporation

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction  
of incorporation)

001-13252

(Commission  
File Number)

943207296

(I.R.S. Employer  
Identification No.)

McKesson Plaza, One Post Street, San  
Francisco, California

(Address of principal executive offices)

94104

(Zip Code)

Registrant's telephone number, including area code:

415-983-8300

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



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**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On January 11, 2006, Richard F. Syron tendered his resignation from the Board of Directors of McKesson Corporation ("McKesson"). Mr. Syron indicated that his decision to resign was not the result of any disagreement with the company. Mr. Syron had been a director of McKesson since 2002.

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

In connection with the resignation of Richard F. Syron, the Board of Directors of McKesson Corporation unanimously approved by written consent an amendment to Section 2 of Article III of the Amended and Restated Bylaws of McKesson. The amendment, which became effective as of January 12, 2006, changes the authorized number of directors to nine. Prior to this amendment, the authorized number of directors was ten. The text of Section 2 of Article III of the Amended and Restated Bylaws of McKesson, as amended, is attached hereto as Exhibit 3.2 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

Exhibit

Number

3.2 Text of Amended Section 2 of Article III of the Amended and Restated By- Laws of McKesson Corporation. effective as of January 12, 2006.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

McKesson Corporation

*January 17, 2006*

By: *Ivan D. Meyerson*

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*Name: Ivan D. Meyerson*

*Title: Executive Vice President, General Counsel and  
Secretary*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
3.2	Text of Amended Section 2 of Article III of the Amended and Restated By-Laws of McKesson Corporation, effective as of January 12, 2006.