

MCKESSON CORP
Form 4
March 12, 2014

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Blake Patrick

(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)
03/10/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

EVP, Group President

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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	03/10/2014		M		3,750 (1)	A	\$ 57.89	5,577.43 (2)	D
Common Stock	03/10/2014		M		12,500 (1)	A	\$ 40.46	18,077.43 (2)	D
Common Stock	03/10/2014		M		12,500 (1)	A	\$ 41.51	30,577.43 (2)	D
Common Stock	03/10/2014		S		28,750 (1)	D	\$ 180.2961	1,827.43 (2)	D
Common Stock	03/10/2014		M		10,000 (1)	A	\$ 41.51	11,827.43 (2)	D

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Common Stock 03/10/2014 S 10,000 (1) D \$ 180.5299 1,827.43 (2) D

Common Stock 304.4466 I By Profit-Sharing Investment Plan

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

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SEC 1474
(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right-to-buy)	\$ 57.89	03/10/2014		M		3,750 <u>(1)</u>		<u>(3)</u>	05/20/2015	Common Stock	3,750
Employee Stock Option (Right-to-buy)	\$ 40.46	03/10/2014		M		12,500 <u>(1)</u>		<u>(4)</u>	05/26/2016	Common Stock	12,500
Employee Stock Option (Right-to-buy)	\$ 41.51	03/10/2014		M		12,500 <u>(1)</u>		<u>(5)</u>	06/15/2016	Common Stock	12,500
Employee Stock Option (Right-to-buy)	\$ 41.51	03/10/2014		M		10,000 <u>(1)</u>		<u>(5)</u>	06/15/2016	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Blake Patrick ONE POST STREET	EVP, Group President

SAN FRANCISCO, CA 94104

Signatures

Donna Spinola,
Attorney-in-fact

03/12/2014

__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 pursuant to a previously adopted plan, intended to comply with Rule 10b5-1(c).
- (2) Includes 1,827.43 shares purchased under the ESPP.
- (3) This option granted 5/20/2008 vested 25% per year, commencing on the 1st anniversary of the grant date.
- (4) This option granted 5/26/2009 vested 25% per year, commencing on the 1st anniversary of the grant date.
- (5) This option granted 6/15/2009 vested 25% per year, commencing on the 1st anniversary of the grant date.

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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