

MCKESSON CORP
Form 4
March 12, 2014

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 *
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
 Officer (give title below) _____ Other (specify below)

EVP, Group President

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 Ownership: 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	Amount or Number of Shares	
				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 ⁽¹⁾	⁽³⁾ 05/20/2015	Common Stock	3,750	
Employee Stock Option (Right-to-buy)	\$ 40.46	03/10/2014		M	12,500 ⁽¹⁾	⁽⁴⁾ 05/26/2016	Common Stock	12,500	
Employee Stock Option (Right-to-buy)	\$ 41.51	03/10/2014		M	12,500 ⁽¹⁾	⁽⁵⁾ 06/15/2016	Common Stock	12,500	
Employee Stock Option (Right-to-buy)	\$ 41.51	03/10/2014		M	10,000 ⁽¹⁾	⁽⁵⁾ 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.