

HAMMERGREN JOHN H

Form 4

August 10, 2010

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
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(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)
08/06/2010

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 (1)	(A) or (D)	Price
Common Stock	08/06/2010		M		168,666 (1)	A	\$ 32.92
Common Stock	08/06/2010		M		31,334 (1)	A	\$ 38.2
Common Stock	08/06/2010		S		200,000 (1)	D	\$ 62.3684
Common Stock	08/09/2010		M		125,000 (1)	A	\$ 38.2
Common Stock	08/09/2010		S		125,000 (1)	D	\$ 62.3769

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Common Stock	08/10/2010	M	175,000 (1)	A	\$ 38.2	175,000	D	
Common Stock	08/10/2010	S	175,000 (1)	D	\$ 61.6932	0	D	
Common Stock						538,789.925 (4)	I	By Trust
Common Stock						4,001.5813	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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(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 Number of Shares
Employee Stock Option (Right-to-buy)	\$ 32.92	08/06/2010		M		168,666	(1)	(2)	07/30/2012	Common Stock	16
Employee Stock Option (Right-to-buy)	\$ 38.2	08/06/2010		M		31,334	(1)	(3)	01/29/2012	Common Stock	31
Employee Stock Option (Right-to-buy)	\$ 38.2	08/09/2010		M		125,000	(1)	(3)	01/29/2012	Common Stock	12
Employee Stock Option (Right-to-buy)	\$ 38.2	08/10/2010		M		175,000	(1)	(3)	01/29/2012	Common Stock	17

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

HAMMERGREN JOHN H
ONE POST STREET
SAN FRANCISCO, CA 94104

X

Chairman, President & CEO

Signatures

Donna Spinola,
Attorney-in-fact

08/10/2010

__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 5/11/2010, intended to comply with Rule 10b5-1(c).
- (2) This option granted 7/31/2002 vested 25% on the 1st grant date anniversary and 75% on 1/27/2004.
- (3) This option granted 1/30/2002 vested 25% on the 1st grant date anniversary and 75% on 1/27/2004.

Represents 258,549.925 shares held under the Hammergren Family Trust; 12,900 shares held under the JHH GRAT No.3; 12,900 shares held under the WLH GRAT 3; 72,563 shares held under the JHH GRAT No. 4; 72,563 shares held under the WLH GRAT No. 4; 13,664

- (4) shares held under the JHH GRAT No. 5; 13,664 shares held under the WLH GRAT No. 5; 13,664 shares held under the JHH GRAT No. 6; 13,664 shares held under the WLH GRAT No. 6; 13,664 shares held under the JHH GRAT No. 7; 13,664 shares held under the WLH GRAT No. 7; 13,665 shares held under the JHH GRAT No. 8; 13,665 shares held under the WLH GRAT No. 8

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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