Edgar Filing: MCKESSON CORP - Form 4

| MCKESSC | N CORP | | | | | | |
|-------------------------|--------------------------|-------------------------|--------------------------------------|----------------|------------------------------------|------------------------------------|--------------|
| Form 4 | | | | | | | |
| May 25, 20 | 16 | | | | | | |
| FORM | ЛД | | JRITIES AND EX | | | | PPROVAL |
| | N OMB Number: | 3235-0287 | | | | | |
| Check t | | | | | | Expires: | January 31, |
| if no lo subject | | MENT OF CHA | NGES IN BENEF | FICIAL O | WNERSHIP OF | Estimated | 2005 |
| Section | | | SECURITIES | | burden hou | | |
| Form 4 | | | | | | response | • |
| Form 5 obligati | 000 | | 16(a) of the Securi | | - | | |
| may co | | | Utility Holding Con | - · | | on | |
| See Inst | truction | 30(h) of the | Investment Compa | ny Act of I | 1940 | | |
| 1(b). | | | | | | | |
| (Print or Type | Responses) | | | | | | |
| | Address of Reporting | Person <u>*</u> 2. Iss | uer Name and Ticker o | r Trading | 5. Relationship | of Reporting Per | rson(s) to |
| REES NIC | EL A | Symbo | | | Issuer | | |
| | | MCK | ESSON CORP [M | CK] | (Che | eck all applicabl | e) |
| (Last) (First) (Middle) | | | of Earliest Transaction | (| | - / | |
| | | | /Day/Year) | Director | | % Owner | |
| ONE POS' | T STREET | 05/24 | /2016 | | X Officer (give below) | below) | ner (specify |
| | | | | | SV | /P & Controller | |
| | (Street) | 4. If A | nendment, Date Origin | al | 6. Individual or | Joint/Group Fili | ng(Check |
| | | Filed(M | Ionth/Day/Year) | | Applicable Line) | | |
| | | | | | _X_ Form filed by Form filed by | One Reporting P More than One R | |
| SAN FRA | NCISCO,, CA 94 | 104 | | | Person | | oporting |
| (City) | (State) | (Zip) Ta | ble I - Non-Derivative | e Securities A | Acquired, Disposed | of, or Beneficia | lly Owned |
| 1.Title of | 2. Transaction Date | | 3. 4. Securi | | | 6. Ownership | 7. Nature of |
| Security | (Month/Day/Year) | Execution Date, if | TransactionAcquired Code Disposed | | Securities Beneficially | Form: Direct (D) or Indirect | Indirect |
| (Instr. 3) | | any (Month/Day/Year) | - | | Owned | (I) of maneet | Ownership |
| | | × , | | , | Following | (Instr. 4) | (Instr. 4) |
| | | | | (A) | Reported | | |
| | | | | or | Transaction(s) (Instr. 3 and 4) | | |
| | | | Code V Amount | (D) Price | (| | |
| Reminder: Re | eport on a separate line | e for each class of se | curities beneficially ow | ned directly | or indirectly. | | |
| | | | - | - | spond to the colle | ction of | SEC 1474 |
| | | | infor | mation cont | tained in this form | n are not | (9-02) |

information contained in this form are not (9-0 required to respond unless the form displays a currently valid OMB control number.

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount of | 8. Price |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|------------------------|----------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof | Expiration Date | Underlying Securities | Derivat |
| Security | or Exercise | | any | Code | Derivative | (Month/Day/Year) | (Instr. 3 and 4) | Securit |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | (Instr. : | | |
|------------------------------|------------------------------------|------------|------------------|------------|---|-------------------|---------|--------------------|-----------------|--|------|
| | | | | Code V | (A) (| (D) Date Exerc | cisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units | \$ 0 | 05/24/2016 | | А | 927 | | (1) | <u>(1)</u> | Common Stock | 927 | \$ C |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|------------------|-------|--|--|--|
| reporting o ther raine (radios | Director | 10% Owner | Officer | Other | | | |
| REES NIGEL A ONE POST STREET SAN FRANCISCO,, CA 94104 | | | SVP & Controller | | | | |
| Signatures | | | | | | | |
| Donna Spinola, Attorney-in-fact | 05/2 | 5/2016 | | | | | |

**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) These units will vest 100% on 05/24/2019.

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.