HAMMERGREN JOHN H

Form 4 May 24, 2007

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Ad HAMMERO		_	2. Issuer Name and Ticker or Trading Symbol MCKESSON CORP [MCK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction	(Sheen all applicable)		
ONE POST STREET			(Month/Day/Year) 05/22/2007	X Director 10% OwnerX Officer (give title Other (specify below)		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X Form filed by One Reporting Person		
SAN FRAN	CISCO, CA	94104		Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative S	Securit	ties Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities oner Dispose (Instr. 3, 4	d of (Ľ))	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)
Common Stock	05/23/2007		M	133,000	A	\$0	253,080	D	
Common Stock	05/23/2007		F	60,847 (3)	D	\$ 62.86	192,233	D	
Common Stock							3,632	I	By Trustee of PSIP

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

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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)	ctionDerivative Securities Expir Acquired (A) or (Mon		6. Date Exer Expiration D (Month/Day)	ate	7. Title an Underlyin (Instr. 3 at
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Performance Restricted Stock Units	\$ 0	05/22/2007		A	188,100		<u>(1)</u>	<u>(1)</u>	Commo Stock
Employee Stock Option (Right-to-Buy)	\$ 62.21	05/22/2007		A	300,000		(2)	05/21/2014	Commo Stock
Performance Restricted Stock Units	\$ 0	05/23/2007		M		133,000	<u>(1)</u>	<u>(1)</u>	Commo Stock

Reporting Owners

Reporting Owner Name / Address	Relationships							
F-	Director	10% Owner	Officer	Other				
HAMMERGREN JOHN H ONE POST STREET	X		Chairman, President & CEO					
SAN FRANCISCO, CA 94104								

Signatures

Donna Spinola,
Attorney-in-fact

**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 vest 50% on the first anniversary of the date of grant and 50% on the third anniversary of the date of grant.
- (2) This option will vest 25% per year commencing on the first anniversary of the date of grant.
- (3) This transaction represents a withholding of shares to pay withholding taxes due on the vesting of Performance Restricted Stock Units on May 23, 2007.

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.

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