

Spratt Randall N  
Form 4  
February 08, 2006

**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 \*  
Spratt Randall N

(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)  
02/06/2006

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, CIO

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 (A) or (D) Price		
Common Stock	02/06/2006		M		4,380 A \$ 39.7	9,210 <sup>(1)</sup>	D
Common Stock	02/06/2006		S		4,380 <sub>(3)</sub> D \$ 52.8583	4,830 <sup>(1)</sup>	D
Common Stock	02/06/2006		M		1,540 A \$ 39.7	6,370 <sup>(1)</sup>	D
Common Stock	02/06/2006		M		74,000 A \$ 20.5625	80,370 <sup>(1)</sup>	D
Common Stock	02/06/2006		S		74,000 <sub>(3)</sub> D \$ 52.8583	6,370 <sup>(1)</sup>	D

Common Stock	2,077	I	By Trustee of PSIP
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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 Underlying Security (Instr. 3 and 4)
					(A)      (D)	Date Exercisable      Expiration Date	Title
Employee Stock Option (Right-to-buy)	\$ 39.7	02/06/2006		M	4,380 <u>(3)</u>	<u>(2)</u> 05/02/2006	Common Stock
Employee Stock Option (right-to-buy)	\$ 39.7	02/06/2006		M	1,540	<u>(2)</u> 05/02/2006	Common Stock
Employee Stock Option (right-to-buy)	\$ 20.5625	02/06/2006		M	74,000 <u>(3)</u>	<u>(2)</u> 01/31/2010	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Spratt Randall N ONE POST STREET SAN FRANCISCO, CA 94104			EVP, CIO	

## Signatures

Kristina Veaco,  
Attorney-in-fact

02/08/2006

         \*\*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) Includes 4,830 shares acquired under the Issuer's Employee Stock Purchase Plan.

(2) Stock option granted pursuant to Issuer's Stock Option and Restricted Stock Plan. All shares are currently 100% vested and exercisable.

(3) Sale was made pursuant to a previously adopted plan dated 12/15/05 intended to comply with Rule 10b5-1(c).

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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