

MCKESSON CORP
Form DEFA14A
June 13, 2003

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under Rule 14a-12

McKesson Corporation

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box)

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1. Title of each class of securities to which transaction applies:

2. Aggregate number of securities to which transaction applies:

3. Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

4. Proposed maximum aggregate value of transaction:

5. Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

6. Amount Previously Paid:

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7. Form, Schedule or Registration Statement No.:

8. Filing Party:

9. Date Filed:

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June 16, 2003

Dear McKesson Corporation Profit-Sharing Investment Plan Participant:

As a participant in the McKesson Corporation Profit-Sharing Investment Plan (PSIP), you are a stockholder in the Company. At the Annual Stockholders Meeting, you have the right to instruct the Plan Trustee, on a confidential basis, how the shares of McKesson Corporation common stock in your account are to be voted on matters that come before the meeting.

The enclosed Proxy Statement describes three proposals to be voted on at this year's meeting. The Board of Directors recommends that you vote **FOR** the first and second proposals and **AGAINST** the third proposal. **Participants in the PSIP may vote their shares by telephone or the Internet by following the procedures included on the enclosed PSIP Voting Card. Alternatively, you may cast your vote by completing, signing and returning the PSIP Voting Card in the business reply envelope provided.** This card or your telephone or Internet voting instructions also give the Trustee authority to vote on your behalf on any other matters that may properly come before the meeting. **Please do not return your PSIP voting card if you vote by telephone or Internet.**

If the Trustee receives no voting instructions for shares credited to participants' PAYSOP accounts, no vote will be cast on those shares. The PSIP provides that all other shares for which the Trustee receives no voting instructions from participants, as well as all unallocated shares of common stock will be voted by the Trustee in the same proportion as shares for which voting instructions are received.

Participants who own shares of McKesson Corporation common stock by means other than through the PSIP will receive a separate proxy card and instructions for voting those shares.

To ensure that your shares are represented and voted at the meeting according to your wishes, your telephone or Internet voting instructions or signed PSIP voting card must be received by the Trustee by July 25, 2003. The Company's Annual Report on Form 10-K for the fiscal year ended March 31, 2003 accompanies the enclosed Proxy Statement.

We urge you to exercise your voting rights as a stockholder. Your vote does make a difference.

Sincerely,

John H. Hammergren
Chairman and Chief Executive Officer