

MCKESSON CORP
Form FWP
March 05, 2013

Free Writing Prospectus

Filed Pursuant to Rule 433

Registration Statement No. 333-179879

Pricing Term Sheet

McKesson Corporation

March 5, 2013

1.400% Notes due 2018

2.850% Notes due 2023

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|--------------------------------|---|---|
| Issuer: | McKesson Corporation | |
| | <u>2018 Notes</u> | <u>2023 Notes</u> |
| Title: | 1.400% Notes due 2018 | 2.850% Notes due 2023 |
| Size: | \$500,000,000 | \$400,000,000 |
| Maturity: | March 15, 2018 | March 15, 2023 |
| Interest Payment Dates: | March 15 and September 15, commencing September 15, 2013 | March 15 and September 15, commencing September 15, 2013 |
| Coupon: | 1.400% | 2.850% |
| Benchmark Treasury: | UST 0.750% due February 28, 2018 | UST 2.000% due February 15, 2023 |
| Treasury Yield: | 0.772% | 1.894% |
| Spread to Benchmark Treasury: | +67 bps | +97 bps |
| Yield to Maturity: | 1.442% | 2.864% |
| Price to Public: | 99.797% | 99.878% |
| Redemption | | |
| Make Whole: | Treasury Rate+10 bps | Prior to December 15, 2022, Treasury Rate+15 bps |
| Par Call: | not applicable | Beginning December 15, 2022, at par |
| CUSIP: | 58155Q AF0 | 58155Q AG8 |
| ISIN: | US58155QAF00 | US58155QAG82 |
| Expected Ratings of the Notes: | Moody s, Baa2; S&P, A-; Fitch, A- | |
| Trade Date: | March 5, 2013 | |
| Settlement Date: | March 8, 2013 | |
| Bookrunners: | J.P. Morgan Securities LLC Merrill Lynch, Pierce, Fenner & Smith | |

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Incorporated

Senior Co-Managers:

Mitsubishi UFJ Securities (USA), Inc.

Scotia Capital (USA) Inc.

Co-Managers:

Fifth Third Securities, Inc.

PNC Capital Markets LLC

Rabo Securities USA, Inc.

Wells Fargo Securities, LLC

HSBC Securities (USA) Inc.

Lloyds Securities Inc.

TD Securities (USA) LLC

U.S. Bancorp Investments, Inc.

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling J.P. Morgan Securities LLC collect at 1-212-834-4533 or Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at 1-800-294-1322.

This pricing term sheet supplements the preliminary prospectus supplement dated March 5, 2013 and prospectus dated March 2, 2012.