

CHARTER OF THE FINANCE COMMITTEE  
OF THE BOARD OF DIRECTORS OF MCKESSON CORPORATION  
AS ADOPTED BY THE BOARD  
ON OCTOBER 28, 2004

I. PURPOSE OF THE COMMITTEE

The purposes of the Finance Committee (the "Committee") of the Board of Directors (the "Board") of McKesson Corporation (the "Company") shall be to provide advice and counsel to management regarding the Corporation's capital structure and other issues of financial significance as more fully described below.

II. COMPOSITION OF THE COMMITTEE

The Committee shall be comprised of three or more directors a majority of whom has been determined, in the business judgment of the Board, to qualify as an independent director ("Independent Director") under (a) the rules of the New York Stock Exchange (the "NYSE Rules") and (b) the Company's Corporate Governance Guidelines.

III. MEETINGS AND PROCEDURES OF THE COMMITTEE

The Committee may fix its own rules of procedure, which shall be consistent with the Bylaws of the Company and this Charter. The Committee shall meet at least two times annually or more frequently as circumstances may require. The Board may designate one member of the Committee as its Chairperson and in the absence of any such designation by the Board, the Committee shall designate by majority vote of the full Committee one member of the Committee as its Chairperson.

The Committee may request that any directors, officers or employees of the Company, or other persons whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information as the Committee requests.

Following each of its meetings, the Committee shall deliver a report on the meeting to the Board, including a summary description of actions taken by the Committee at the meeting. The Committee shall keep written minutes of its meetings, which minutes shall be maintained with the books and records of the Company.

#### IV. COMMITTEE RESPONSIBILITIES

1. Review, not less than annually, the Corporation's dividend policy and recommend any changes therein to the full Board of Directors;
2. Review, not less than annually, and assess the adequacy of, the Corporation's insurance programs including, but not limited to, its directors and officers liability coverage and report its conclusions to the full Board of Directors;
3. Review with management the long-range financial policies and objectives of the Corporation;
4. Provide advice and counsel to management on the financial aspects of significant acquisitions and divestitures, major capital commitments, proposed financings and other significant transactions of a financial nature, and review annually an acquisition and capital projects post-completion assessment;
5. Review and make recommendations concerning significant changes in the capital structure of the Corporation, including plans or programs for the repurchase or redemption of company securities;
6. Review, from time to time, the tax planning strategies utilized by management on behalf of the company;
7. Review not less than annually a report from the Employee Benefits Management Committee concerning the funding status and investment policies of the Corporation's tax qualified retirement plans;
8. Review and, when authorized by resolution of the Board of Directors, approve the principal terms and conditions (e.g. price, rate, maturity) of debt or equity securities that may, from time to time, be issued by the Corporation; and
9. Perform such other functions or responsibilities as the Board of Directors may from time to time designate or prescribe.