

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION**

In re McKESSON HBOC, INC.
SECURITIES LITIGATION

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Master File No. 99-CV-20743 RMW (PVT)
And Related Cases

This Document Relates To:
ALL ACTIONS

CLASS ACTION

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

1. It is important that you completely read and understand the Notice of Proposed Settlement of Class Action with Arthur Andersen LLP (the "Notice") and Plan of Allocation (the "Plan") that accompany this Proof of Claim and Release. The Notice and Plan describe the proposed Settlement, how Settlement Class Members are affected by it, and the manner in which the Settlement Fund will be distributed, if the Settlement and Plan are approved by the Court. The Notice also contains the definitions of many of the defined terms (which are indicated by initial capital letters) used in this Proof of Claim and Release. By signing and submitting the Proof of Claim and Release, you will be certifying that you have read and understood the Notice.

2. IN ORDER TO PARTICIPATE IN THE SETTLEMENT, YOU MUST EITHER (A) HAVE SUBMITTED A VALID PROOF OF CLAIM FORM FOR THE PREVIOUS SETTLEMENT IN THE LITIGATION WITH McKESSON AND HBOC; OR (B) MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE, BY FIRST-CLASS MAIL, POSTAGE PREPAID, POSTMARKED ON OR BEFORE MAY 10, 2007, ADDRESSED TO:

**In re McKesson HBOC, Inc. Securities Litigation
c/o Analytics Incorporated, Claims Administrator
PO Box 2005
Chanhassen, MN 55317-2005**

IF YOU ALREADY SUBMITTED A PROOF OF CLAIM FORM IN CONNECTION WITH THE McKESSON SETTLEMENT, THERE IS NO NEED FOR YOU TO SUBMIT ANOTHER ONE. If you are a Class Member and you wish to receive monies from the McKesson Settlement and this AALLP Settlement that Lead Plaintiff has obtained for the Class, but you have not yet submitted a Proof of Claim and Release form, you must properly fill out and submit a Proof of Claim and Release form, postmarked no later than May 10, 2007, to participate in the McKesson and AALLP Settlements.

This Proof of Claim and Release is directed to: all persons and entities who purchased or otherwise acquired publicly traded securities of HBO & Company during the period from January 20, 1997 through and including January 12, 1999, and all persons or entities who purchased or otherwise acquired call options or sold put options of HBO & Company during the period from January 20, 1997 through and including April 27, 1999, and who were injured thereby; all persons and entities who purchased or otherwise acquired publicly traded securities or call options, or who sold put options, of McKesson or of McKesson HBOC, Inc. during the period from October 18, 1998 through and including April 27, 1999, and who were injured thereby; and all persons and entities who held McKesson common stock on November 27, 1998 and still held those shares on January 12, 1999 and who were injured thereby. Excluded from the Settlement Class are: (i) defendants; (ii) members of the immediate family of each individual defendant; (iii) any entity in which any defendant has a controlling interest; (iv) any person who was an officer or a director of HBOC or McKesson (or their subsidiaries or affiliates) during the Settlement Class Period; (v) any person who was an officer, director, employee or affiliate of Bear Stearns during the Settlement Class Period; (vi) any person who was a partner in Arthur Andersen during the Settlement Class Period; and (vii) the legal representatives, heirs, successors or assigns of any such excluded party. "Officer of HBOC or McKesson" means any person employed by HBOC or McKesson who held a position at or above the level of assistant vice president.



3. The relevant securities are:
 - a. McKesson Corporation and McKesson HBOC, Inc. common stock and common stock options;
 - b. HBO & Company common stock and common stock options;
 - c. McKesson Financing Trust 5% Convertible Preferred Securities due 2027;
 - d. McKesson 6.60% Exchange Notes due 2000;
 - e. McKesson 6-7/8% Exchange Notes due 2002;
 - f. McKesson 7.65% Exchange Debentures due 2027;
 - g. McKesson 6.60% Notes due 2000;
 - h. McKesson 6.875% Notes due 2002;
 - i. McKesson 7.65% Debentures due 2027;
 - j. McKesson 6.30% Exchange Notes due 2005;
 - k. McKesson 6.40% Exchange Notes due 2008;
 - l. McKesson 6.30% Notes due 2005;
 - m. McKesson 6.40% Notes due 2008;
 - n. McKesson Financing Company of Canada 6.55% Senior Notes due 2002; and
 - o. McKesson 4-1/2% Exchangeable Subordinated Debentures due 2004.

The foregoing securities are collectively referred to herein as the "Settlement Class Securities."

4. "Claimant" means any Settlement Class Member or duly authorized representative who submitted a valid Proof of Claim for the McKesson Settlement or who submits a Proof of Claim for this AALLP Settlement.

5. "Merger" means the merger transaction involving McKesson and HBOC that became effective on January 12, 1999.

6. "Settlement Class Member" means a member of the Settlement Class who does not submit a timely, signed request for exclusion.

7. "Settlement Class" means all persons and entities who purchased or otherwise acquired publicly traded securities of HBO & Company during the period from January 20, 1997 through and including January 12, 1999, and all persons or entities who purchased or otherwise acquired call options or sold put options of HBOC during the period from January 20, 1997 through and including April 27, 1999, and who were injured thereby; all persons and entities who purchased or otherwise acquired publicly traded securities or call options, or who sold put options, of McKesson or of McKesson HBOC, Inc. during the period from October 18, 1998 through and including April 27, 1999, and who were injured thereby; and all persons and entities who held McKesson common stock on November 27, 1998 and still held those shares on January 12, 1999 and who were injured thereby. Excluded from the Settlement Class are: (i) defendants; (ii) members of the immediate family of each individual defendant; (iii) any entity in which any defendant has a controlling interest; (iv) any person who was an officer or a director of HBOC or McKesson (or their subsidiaries or affiliates) during the Settlement Class Period; (v) any person who was an officer, director, employee or affiliate of Bear Stearns during the Settlement Class Period; (vi) any person who was a partner in Arthur Andersen during the Settlement Class Period; and (vii) the legal representatives, heirs, successors or assigns of any such excluded party. "Officer of HBOC or McKesson" as reflected in the definition of Settlement Class, means any person employed by HBOC or McKesson who held a position at or above the level of assistant vice president.

8. IF YOU ARE NOT A MEMBER OF THE SETTLEMENT CLASS CERTIFIED IN CONNECTION WITH THIS AALLP SETTLEMENT, OR IF YOU, OR SOMEONE ACTING ON YOUR BEHALF, FILED A REQUEST FOR EXCLUSION FROM THE SETTLEMENT CLASS IN CONNECTION WITH THIS AALLP SETTLEMENT, IN ACCORDANCE WITH THE NOTICE DATED FEBRUARY 9, 2007, DO NOT SUBMIT A PROOF OF CLAIM AND RELEASE. YOU MAY NOT, DIRECTLY OR INDIRECTLY, PARTICIPATE IN THE SETTLEMENT IF YOU ARE NOT A SETTLEMENT CLASS MEMBER. THUS, IF YOU FILED A REQUEST FOR EXCLUSION IN A TIMELY MANNER, ANY PROOF OF CLAIM AND RELEASE THAT YOU SUBMIT, OR WHICH MAY BE SUBMITTED ON YOUR BEHALF, WILL NOT BE ACCEPTED.

9. To recover as a Settlement Class Member, you must complete and sign this Proof of Claim and Release and mail it to the Claims Administrator on or before May 10, 2007. If you fail to file a timely, properly addressed, and completed Proof of Claim and Release, your claim may be rejected and you may be precluded from receiving any distribution from the Settlement Fund.



10. Submission of this Proof of Claim and Release does not ensure that you will share in the proceeds of the Settlement Fund. Distributions from the Settlement Fund will be governed by the Plan of Allocation, which is the same Plan of Allocation that was approved by the Court in connection with the McKesson Settlement. The Plan of Allocation, which is subject to re-approval by the Court, is contained in the Notice.

11. If you have questions concerning the Proof of Claim and Release, or need additional copies of the Proof of Claim and Release or Notice, you may contact the Claims Administrator at the above address or by toll-free phone at 1-866-217-3485, or you can e-mail your inquiries through or download the documents from the Claims Administrator's Internet website at www.mckessonhbcsettlement.com.

12. If you are a member of the Settlement Class and you, or someone acting on your behalf, did not submit a timely Request for Exclusion, and if the Court approves the Settlement, you will be bound by the terms of any judgment that the Court enters, whether or not you submit a Proof of Claim and Release, including that part of the judgment that enjoins the filing or continued prosecution of Released Claims and that releases the Released Claims against the Released Parties.

13. **You are required to submit genuine and sufficient documentation for all your transactions in the Settlement Class Securities during the Settlement Class Period from January 20, 1997 through April 27, 1999, inclusive, and such documentation for sales transactions for the period April 28, 1999 through May 24, 1999, inclusive. In addition, you are required to submit genuine and sufficient documentation to show your holdings in the Settlement Class Securities as of the opening period for each of the Settlement Class Securities, as identified on the actual claim form, and as of January 20, 1997, April 27, 1999, and May 24, 1999.** This documentation may be photocopies of stockbrokers' confirmation slips; stockbrokers' monthly statements (reflecting your opening and closing balances for the months specified on the actual claim form, and in which transactions during the Settlement Class Period occurred); schedules attached to tax filings; or signed letters from brokers, on their letterheads, giving all the information that would be found on a confirmation slip. **IF SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN COPIES OR EQUIVALENT CONTEMPORANEOUS DOCUMENTS FROM YOUR BROKER OR TAX ADVISOR. FAILURE TO SUPPLY THIS DOCUMENTATION COULD RESULT IN REJECTION OF YOUR CLAIM. DO NOT SEND ORIGINAL STOCK CERTIFICATES.**

14. All joint purchasers must sign this Proof of Claim and Release.

15. Agents, executors, administrators, guardians, and trustees must complete and sign the Proof of Claim and Release on behalf of persons represented by them and they must:

- a. expressly state the capacity in which they are acting;
- b. identify the name, account number, Social Security Number (or taxpayer identification number), address and telephone number of the beneficial owner of (or other person or entity on whose behalf they are acting with respect to) the Settlement Class Securities; and
- c. furnish herewith evidence of their authority to bind the person or entity on whose behalf they are acting to the Proof of Claim and Release. (Authority to complete and sign a Proof of Claim and Release cannot be established by stockbrokers only demonstrating that they have discretionary authority to trade stock in another's accounts.)

16. ***By submitting a signed Proof of Claim and Release, you will be swearing that you:***

- a. own(ed) the Settlement Class Securities you have listed in the Proof of Claim and Release; or
- b. are expressly authorized to act on behalf of the owner thereof.

17. ***By submitting a signed Proof of Claim and Release, you will be swearing to the truth of the statements contained therein and the genuineness of the documents attached thereto, subject to penalties of perjury under the laws of the United States of America.*** The making of false statements, or the submission of forged or fraudulent documentation, will result in the rejection of your claim and may subject you to civil liability or criminal prosecution.



PROOF OF CLAIM AND RELEASE

**This Proof of Claim and Release Must Be Postmarked by:
May 10, 2007**

Please print or type

IDENTITY OF CLAIMANT:	
Name:	
Address:	
City:	
State/Country and Zip Code:	

PLEASE COMPLETE THE FOLLOWING:	
Telephone Number (Day)	Telephone Number (Evening)
Name of Beneficial Owner (if different than Claimant)	
Taxpayer ID or Social Security Number OR Employer Identification Number	
The Social Security (or Employer Identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide any of the foregoing information could delay verification of your claim or result in rejection of your claim.	
Check One:	
<input type="checkbox"/> Individual <input type="checkbox"/> Partnership <input type="checkbox"/> Joint Owners <input type="checkbox"/> Corporation <input type="checkbox"/> Other (Specify) _____	
<input type="checkbox"/> IRA, Keogh or other type of Retirement Plan (specify type of plan:) _____	

YOU MUST ALSO RESPOND TO THE FOLLOWING QUESTION (attach separate sheets if more space is necessary):
1. Claimant <input type="checkbox"/> was / <input type="checkbox"/> was not (check one) an officer, director or employee of McKesson Corporation; McKesson HBOC, Inc.; HBO & Company; McKesson Information Technology Business Unit; Arthur Andersen LLP; or Bear Stearns & Co. Inc. at any time from January 20, 1997 through April 27, 1999. <i>Note: Claimant was an officer of HBOC or McKesson only if he or she held a position at or above the level of assistant vice president.</i> If so, state position(s) held, and dates of employment or affiliation: _____



A. HBO & COMPANY COMMON STOCK

Beginning & Ending Holdings

1. Number of HBO & Co. shares held on close of business on January 20, 1997:

Check here if proof of holdings enclosed:

2. Number of McKesson HBOC shares held as of the close of business on May 24, 1999:

Check here if proof of holdings enclosed:

Purchases

3. Shares of HBOC purchased between January 21, 1997 and January 12, 1999:

Date(s) of Purchase (List Chronologically) (Month/Day/Year)	Number of Shares Purchased	Purchase Price Per Share	Total Purchase Price (Excluding Commissions and Taxes)	Check Here If Documentation Is Enclosed	Check Here If Purchase Used to Cover Short Sale
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>

Sales

4. Shares of HBOC sold between January 21, 1997 and January 12, 1999:

Date(s) of Sale (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share	Total Sale Price (Excluding Commissions and taxes)	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS PHOTOCOPY THIS PAGE



If you received shares of McKesson HBOC in exchange for shares of HBOC in the Merger, you must list any sales of such shares below.

B. McKESSON CORPORATION AND McKESSON HBOC, INC. COMMON STOCK

Beginning & Ending Holdings

1. Number of McKesson shares held as of close of business on January 20, 1997:

Check here if proof of holdings enclosed:

2. Number of McKesson shares held as of the close of business on October 18, 1998:

Check here if proof of holdings enclosed:

3. Number of McKesson HBOC shares held as of the close of business on May 24, 1999
(including shares received in exchange for HBOC shares in the Merger):

Check here if proof of holdings enclosed:

Purchases

4. Shares of McKesson or McKesson HBOC purchased between January 20, 1997 and May 24, 1999:

Date(s) of Purchase (List Chronologically) (Month/Day/Year)	Number of Shares Purchased	Purchase Price Per Share	Total Purchase Price (Excluding Commissions and Taxes)	Check Here If Documentation Is Enclosed	Check Here If Purchase Used to Cover Short Sale
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="checkbox"/>

Sales

5. Shares of McKesson or McKesson HBOC sold between January 20, 1997 and May 24, 1999 (including shares of McKesson HBOC received in exchange for HBOC shares in the Merger):

Date(s) of Sale (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share	Total Sale Price (Excluding Commissions and taxes)	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

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C. HBO & COMPANY CALL OPTIONS

1. List call option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 open as of the close of business on January 20, 1997:

Number of Call Option Contracts Open	Expiration Month and Year	Strike Price for Call Option Contract	Position: Short or Long	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Purchase of Calls:

2. List all call option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 that you purchased or acquired during the period from January 21, 1997 through April 27, 1999:

Date of Purchase or Acquisition	Number of Option Contracts Purchased	Expiration Month and Year	Strike Price for Call Option Contract	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Sale of Calls:

3. List all call option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 that you sold during the period from January 21, 1997 through May 24, 1999:

Date of Sale	Number of Option Contracts Sold	Expiration Month and Year	Strike Price for Call Option Contract	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Exercised Calls:

4. List call option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 that you exercised during the period from January 21, 1997 through May 24, 1999:

Number of Call Option Contracts Exercised	Expiration Month and Year	Strike Price for Call Option Contract	Date Exercised	Result of Exercise: Received Shares or Cash Payment?	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Expired Calls:

5. List call option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 that expired worthless during the period from January 21, 1997 through May 24, 1999. If none expired, check here:

Number of Expired Call Option Contracts	Expiration Month and Year	Strike Price per Call Option Contract	Date Contracts Expired	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Unsold/Unexpired Calls:

6. List of call option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 that were open as of the close of business on May 24, 1999. If none were open, check here:

Number of Call Option Contracts Open as of May 24, 1999	Expiration Month and Year	Strike Price per Call Option Contract	Position: Short or Long	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

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D. HBO & COMPANY PUT OPTIONS

1. List put option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 open as of the close of business on January 20, 1997:

Number of Put Option Contracts Open	Expiration Month and Year	Strike Price for Put Option Contract	Position: Short or Long	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Sale of Puts:

2. List all put option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 that you sold (wrote) during the period from January 21, 1997 through April 27, 1999:

Date of Sale (Writing)	Number of Option Contracts Sold	Expiration Month and Year	Strike Price for Put Option Contract	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Purchase of Puts:

3. List all put option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 that you purchased or acquired during the period from January 21, 1997 through May 24, 1999:

Date of Purchase or Acquisition	Number of Put Option Contracts Purchased	Expiration Month and Year	Strike Price per Put Option Contract	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Exercised Puts:

4. List put option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 that were subsequently exercised on or before May 24, 1999:

Number of Put Option Contracts Exercised	Expiration Month and Year	Strike Price for Put Option Contract	Date Exercised	Result of Exercise: Delivered Shares or Paid Difference?	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Expired Puts:

5. List put option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 that expired worthless on or before May 24, 1999. If none expired, check here:

Number of Expired Put Option Contracts	Expiration Month and Year	Strike Price for Put Option Contract	Date Contract Expired	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Unexpired Puts:

6. List put option contracts on HBO & Company common stock with expiration dates on or after April 27, 1999 open as of the close of business on May 24, 1999. If none were open, check here:

Number of Unexpired Put Option Contracts	Expiration Month and Year	Strike Price for Put Option Contract	Position: Short or Long	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

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E. McKESSON AND McKESSON HBOC CALL OPTIONS

1. List call option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 open as of the close of business on October 18, 1998:

Number of Call Option Contracts Open	Expiration Month and Year	Strike Price for Call Option Contract	Position: Short or Long	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Purchase of Calls:

2. List all call option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 that you purchased or acquired during the period from October 19, 1998 through April 27, 1999:

Date of Purchase or Acquisition	Number of Option Contracts Purchased	Expiration Month and Year	Strike Price for Call Option Contract	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Sale of Calls:

3. List all call option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 that you sold during the period from October 19, 1998 through May 24, 1999:

Date of Sale	Number of Option Contracts Sold	Expiration Month and Year	Strike Price per Call Option Contract	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Exercised Calls:

4. List all call option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 that you exercised during the period from October 19, 1998 through May 24, 1999:

Number of Call Option Contracts Exercised	Expiration Month and Year	Strike Price per Call Option Contract	Date Exercised	Result of Exercise: Received Shares or Cash Payment?	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Expired Calls:

5. List all call option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 that expired worthless during the period from October 19, 1998 through May 24, 1999. If none expired, check here:

Number of Expired Call Option Contracts	Expiration Month and Year	Strike Price per Call Option Contract	Date Contracts Expired	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Unsold/Unexpired Calls:

6. List call option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 that were open as of the close of business on May 24, 1999. If none were open, check here:

Number of Call Option Contracts Open as of May 24, 1999	Expiration Month and Year	Strike Price per Call Option Contract	Position: Short or Long	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

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F. McKESSON AND McKESSON HBOC PUT OPTIONS

1. List put option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 open as of the close of business on October 18, 1998:

Number of Put Option Contracts Open	Expiration Month and Year	Strike Price for Put Option Contract	Position: Short or Long	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Sale of Puts:

2. List all put option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 that you sold (wrote) during the period from October 19, 1998 through April 27, 1999:

Date of Sale (Writing)	Number of Option Contracts Sold	Expiration Month and Year	Strike Price for Put Option Contract	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="checkbox"/>

Purchase of Puts:

3. List all put option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 that you purchased or acquired during the period from October 19, 1998 through May 24, 1999:

Date of Purchase or Acquisition	Number of Put Option Contracts Purchased	Expiration Month and Year	Strike Price per Put Option Contract	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="checkbox"/>

Exercised Puts:

4. List the put option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 that were subsequently exercised on or before May 24, 1999:

Number of Put Option Contracts Exercised	Expiration Month and Year	Strike Price for Put Option Contract	Date Exercised	Result of Exercise: Delivered Shares or Paid Difference?	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Expired Puts:

5. List the put option contracts on McKesson and McKesson HBOC common with expiration dates on or after April 27, 1999 that expired worthless on or before May 24, 1999. If none expired, check here:

Number of Expired Put Option Contracts	Expiration Month and Year	Strike Price for Put Option Contract	Date Contract Expired	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="text"/>	<input type="checkbox"/>

Unexpired Puts:

6. List the put option contracts on McKesson and McKesson HBOC common stock with expiration dates on or after April 27, 1999 as of the close of business on May 24, 1999. If none were open, check here:

Number of Unexpired Put Option Contracts	Expiration Month and Year	Strike Price for Put Option Contract	Position: Short or Long	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="text"/>	<input type="checkbox"/>

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS PHOTOCOPY THIS PAGE



G. McKESSON NOTES AND DEBENTURES

McKesson Notes and Debentures During the Class Period, including:

(Please use the corresponding Security Code below for each transaction listed)

CODE	SECURITY
A	McKesson 6.60% Exchange Notes due 2000;
B	McKesson 6-7/8% Exchange Notes due 2002;
C	McKesson 7.65% Exchange Debentures due 2027;
D	McKesson 6.60% Notes due 2000;
E	McKesson 6.875% Notes due 2002;
F	McKesson 7.65% Debentures due 2027;
G	McKesson 6.30% Exchange Notes due 2005;
H	McKesson 6.40% Exchange Notes due 2008;
I	McKesson 6.30% Notes due 2005;
J	McKesson 6.40% Notes due 2008;
K	McKesson Financing Company of Canada 6.55% Senior Notes due 2002;
L	McKesson 4-1/2% Exchangeable Subordinated Debentures due 2004; and
M	McKesson Financing Trust 5% Convertible Preferred Securities due 2027.

1. Note(s) and Debenture(s) held on October 18, 1998:

Identity of Security (See Above)	Number of Securities Held
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

2. Note(s) and Debenture(s) held on May 24, 1999:

Identity of Security (See Above)	Number of Securities Held
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

Purchased Note(s) and Debenture(s):

3. Note(s) and Debenture(s) purchased between October 18, 1998 and May 24, 1999:

Date of Purchase	Identity of Security (See Above)	Number of Securities Purchased	Purchase Price per Security	Total Purchase Price (excluding commissions and taxes)	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	<input type="checkbox"/>

Sold Note(s) and Debenture(s):

4. Note(s) and Debenture(s) sold between October 18, 1998 and May 24, 1999:

Date of Sale	Identity of Security (See Above)	Number of Securities Sold	Sale Price per Security	Total Sale Price (excluding commissions and taxes)	Check Here If Documentation Is Enclosed
<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	<input type="checkbox"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	<input type="checkbox"/>

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS PHOTOCOPY THIS PAGE



YOU MUST READ THE FOLLOWING RELEASE AND SIGN ON PAGE 14.

II. RELEASE OF CLAIMS

Definitions

For the purpose of the Proof of Claim and Release, defined terms have the following meanings. (Additional defined terms have the meanings given them in the Notice.)

1. “Effective Date” or “Final Approval” means the first day following the date on which the Order granting District Court Approval is finally affirmed on appeal or is no longer subject to appeal or certiorari, and the time for any petition for reargument, appeal, or review, by certiorari or otherwise, has expired, subject to, and as modified by, the last sentence in subparagraph 5(h).

2. “Judgment” means the judgment to be entered in the Litigation pursuant to paragraph 5 of the Stipulation.

3. “Non-Settling Defendant” means Bear Stearns & Co. Inc.

4. “Released Persons” means and includes the “Andersen Released Persons” and the “Lead Plaintiff’s Released Persons” as follows:

a. “Andersen Released Persons” shall mean and include (i) AALLP; (ii) the past and present subsidiaries, parents, successors and predecessors, member firms, affiliates, related entities, and divisions of AALLP; (iii) the respective past and present shareholders, members, partners, principals, participating principals, national directors, managing or other agents, management personnel, advisors, officers, directors, administrators, attorneys, consultants, accountants, servants, employees, and representatives of any other kind (and any officers, directors, members or shareholders of any of the foregoing which are not natural persons) of the entities described in (i) and (ii) hereinabove, in their capacities as such; (iv) all heirs, spouses, estates, executors, administrators, successors, and assigns of the persons and entities described hereinabove, in their capacities as such; and (v) insurers and reinsurers of those identified in (i) and (ii) hereinabove, in their capacities as insurers or reinsurers of those identified in such subparagraphs with respect to claims relating to this case.

b. “Lead Plaintiff’s Released Persons” shall mean and include the Lead Plaintiff, and all other Settlement Class Members, Alan G. Hevesi, Comptroller of the State of New York, the New York State and Local Retirement Systems and the past, present, or future officers and employees of any of the foregoing and their predecessors, successors and assigns, and the heirs, administrators, executors and personal representatives of each, their respective present and former parents, subsidiaries, divisions and affiliates, the present and former employees, officers and directors of each of them, the present and former attorneys, accountants, insurers, and agents of each of them, and the predecessors, heirs, successors and assigns of each and any person or entity in which the Lead Plaintiff or any other Settlement Class Member has or had a controlling interest or which is or was related to or affiliated with the Lead Plaintiff or any other Settlement Class Member.

c. The term Released Persons does not include Bear Stearns & Co., Inc.

5. “Released Claims” means and includes:

a. With respect to the Andersen Released Persons, the release by Lead Plaintiff and all Settlement Class Members of all claims and causes of action of every nature and description, known and unknown, including all claims that have been acquired or may be acquired in the future, whether under federal,



state, common or foreign law based upon, arising out of, or relating in any way to investments during the Settlement Class Period (including, but not limited to, purchases, sales, exercises, and decisions to hold) in Settlement Class Securities, including without limitation all claims arising out of or relating to any disclosures, public filings, registration statements, financial statements, audit opinions or other statements by McKesson, HBOC or the Settling Defendant, as well as all claims asserted by or that could have been asserted by Lead Plaintiff or any member of the Settlement Class in the Litigation against the Andersen Released Persons.

b. With respect to Lead Plaintiff's Released Persons, the release of all claims whether known or Unknown Claims, asserted or unasserted by or on behalf of AALLP against Lead Plaintiff; Alan G. Hevesi, Comptroller of the State of New York; the New York State and Local Retirement Systems and the past, present, or future officers and employees of any of the foregoing and their predecessors, successors and assigns, and the heirs, administrators, executors and personal representatives of each, Lead Counsel, Settlement Class Members, and all of their past, present or future officers, directors, associates, stockholders, controlling persons, representatives, employees, attorneys, underwriters, financial or investment advisors or agents, heirs, executors, trustees, general or limited partners or partnerships, personal representatives, estates or administrators, which have been or could have been asserted, whether under state, federal, common or administrative law, relating to the subject matter of the Litigation, including the institution or prosecution of the Litigation.

III. THE RELEASE

By signing and filing this Proof of Claim and Release, the Claimant releases all the Andersen Released Persons from the Released Claims, as follows:

1. Without further action by anyone, on and after the Effective Date, each Settlement Class Member, for good and sufficient consideration, the receipt and adequacy of which are hereby acknowledged, shall be deemed to have, and by operation of law and the Judgment shall have, fully, finally and forever released, relinquished, settled and discharged all of the Released Claims against Andersen's Released Persons whether or not a Proof of Claim and Release is executed and delivered by or on behalf of such Settlement Class Member.



IV. SIGNATURE AND CERTIFICATION

By signing and submitting this Proof of Claim and Release, the Claimant or the person who represents the Claimant certifies, as follows:

1. that the Claimant is a Settlement Class Member, as defined in the Notice;
2. that I (we) have read and understand the contents of the Notice and the Proof of Claim and Release;
3. that I (we) am (are) not acting for any of the defendants, nor am I (are we) such a defendant or otherwise excluded from the Settlement Class;
4. that I (we) have not filed a Request for Exclusion from the Settlement Class and that I (we) do not know of any Request for Exclusion from the Settlement Class filed on my (our) behalf with respect to my (our) transactions in the Settlement Class Securities;
5. that I (we) own(ed) the Settlement Class Securities identified in the Proof of Claim and Release, or that, in signing and submitting this Proof of Claim and Release, I (we) have the authority to act on behalf of the owner(s) thereof;
6. that the Claimant may be entitled to receive a distribution from the Net Settlement Fund;
7. that the Claimant desires to participate in the Settlement described in the Notice and agrees to the terms and conditions thereof;
8. that I (we) submit to the jurisdiction of the United States District Court for the Northern District of California for purposes of investigation and discovery under the Federal Rules of Civil Procedure with respect to this Proof of Claim and Release;
9. that I (we) agree to furnish such additional information with respect to this Proof of Claim and Release as the parties or the Court may require; and
10. that I (we) waive trial by jury, to the extent it exists, and agree to the Court's summary disposition of the determination of the validity or amount of the claim made by this Proof of Claim and Release.
11. I (We) certify that I am (we are) not subject to backup withholding under the provisions of Section 3406(a)(1)(c) of the Internal Revenue Code (NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike the language that you are not subject to backup withholding. The Internal Revenue Service does not require your consent to any provision other than the certification required to avoid backup withholding.)

I declare, under penalty of perjury under the laws of the United States of America, that the statements made and answers given in this Proof of Claim and Release are true and correct and that the documents submitted herewith are true and genuine.

Signature of Claimant _____ Date _____

Print the name of Claimant _____

Signature of Joint Claimant, if any _____ Date _____

Print the name of Joint Claimant _____

If Claimant is other than an individual, or if Claimant is not the person completing this form, the following also must be provided:

Signature of person completing form _____ Date _____

Print the name of the person completing the form _____

Capacity of person signing _____



V. REMINDER CHECKLIST

- Please sign the Proof of Claim and Release on page 14.
- If this claim is being made on behalf of joint claimants, then both must sign.
- Please remember to attach supporting documents. **These must include documentation of: (a) all opening balances, as set forth in the specific claims forms; (b) all purchases and sales of the Settlement Class Securities during the Settlement Class Period from January 20, 1997 through April 27, 1999; and (c) all holdings of the Settlement Class Securities as of April 27, 1999.**
- Retain a copy of your Proof of Claim and Release and all documentation submitted for your records.
- You will not receive confirmation that your Proof of Claim and Release have been received **unless** you send it via Certified Mail, Return Receipt Requested, or by some other means that provide you with proof of receipt.
- ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME, POSSIBLY UP TO ONE YEAR FROM THE DATE THAT PROOF OF CLAIM AND RELEASE FORMS ARE DUE TO BE FILED.
- Do NOT send any stock certificates.
- Do NOT use highlighter on the Proof of Claim or any supporting documents.
- If you move after submitting this Proof of Claim please notify the Claims Administrator of the change in your address.

THANK YOU FOR YOUR PATIENCE



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