

McPherson Scott E  
 Form 4  
 November 25, 2009

**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 \*  
 McPherson Scott E

2. Issuer Name and Ticker or Trading Symbol  
 Core-Mark Holding Company, Inc.  
 [CORE]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 395 OYSTER POINT BLVD.,  
 SUITE 415  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/24/2009

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
 SVP - U.S. Distribution

SOUTH SAN FRANCISCO, CA 94080

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)
				(A) or (D)			
			Code	V	Amount		Price
Coremark Common Stock	11/24/2009		M		12,918	A	\$ 15.5
					26,004		D
Coremark Common Stock	11/24/2009		S		100	D	\$ 30.66
					25,904		D
Coremark Common Stock	11/24/2009		S		100	D	\$ 30.67
					25,804		D
	11/24/2009		S		300	D	\$ 30.68
					25,504		D

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Coremark Common Stock							
Coremark Common Stock	11/24/2009	S	1,200	D	\$ 30.685	24,304	D
Coremark Common Stock	11/24/2009	S	500	D	\$ 30.69	23,804	D
Coremark Common Stock	11/24/2009	S	100	D	\$ 30.691	23,704	D
Coremark Common Stock	11/24/2009	S	400	D	\$ 30.695	23,304	D
Coremark Common Stock	11/24/2009	S	909	D	\$ 30.7	22,395	D
Coremark Common Stock	11/24/2009	S	4,779	D	\$ 30.7018	17,616	D
Coremark Common Stock	11/24/2009	S	3,291	D	\$ 30.7042	14,325	D
Coremark Common Stock	11/24/2009	S	100	D	\$ 30.705	14,225	D
Coremark Common Stock	11/24/2009	S	1,300	D	\$ 30.72	12,925	D
Coremark Common Stock	11/24/2009	S	700	D	\$ 30.73	12,225	D
Coremark Common Stock	11/24/2009	S	734	D	\$ 30.74	11,491	D

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)

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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 Amount of Underlying Securities (Instr. 3 and 4)
04LTIP plan grtd 8-23-2004 NQ	\$ 15.5	11/24/2009		M	12,918	08/23/2005 08/23/2011	Coremark Common Stock 12,91

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McPherson Scott E 395 OYSTER POINT BLVD., SUITE 415 SOUTH SAN FRANCISCO, CA 94080			SVP - U.S. Distribution	

## Signatures

Amy Morgan,  
POA

11/25/2009

Date

\*\*Signature of Reporting Person

## 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).

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