MILLER CHRISTOPHER M

Form 4 April 05, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MILLER CHRISTOPHER M

(First)

(Street)

395 OYSTER POINT BLVD.,

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)

SUITE 415

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

Director Officer (give title

10% Owner Other (specify

> 7. Nature of Indirect

Ownership

03/31/2010

below)

6. Individual or Joint/Group Filing(Check

VP & Chief Accounting Officer

4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

SOUTH SAN FRANCISCO, CA 94080

(City)	(State) (Z	Zip) Table	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)	tr. 8)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Coremark Common Stock	03/31/2010		M	177	A	\$ 0.01	2,745	D	
Coremark Common Stock	03/31/2010		M	30	A	\$ 0.01	2,775	D	
Coremark Common Stock	03/31/2010		M	250	A	\$ 0.01	3,025	D	
	03/31/2010		M	297	A	\$ 0.01	3,322	D	

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Coremark Common Stock						
Coremark Common Stock	03/31/2010	S	983	D	\$ 30.8 2,339	D
Coremark Common Stock	03/31/2010	F	12 (1)	D	\$ 2,327 30.61	D
Coremark Common Stock	03/31/2010	F	5 (2)	D	\$ 2,322 30.61	D
Coremark Common Stock	03/31/2010	F	33 (3)	D	\$ 2,289	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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. Transacti Code (Instr. 8)	5. Number coof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units 07LTIP	\$ 0.01	03/31/2010		M	177	07/02/2008	07/01/2017	Coremark Common Stock	177
Restricted Stock Units 07LTIP	\$ 0.01	03/31/2010		M	30	07/02/2008	07/01/2017	Coremark Common Stock	30
	\$ 0.01	03/31/2010		M	250	01/01/2009	01/31/2018		250

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Restricted Coremark
Stock Common
Units Stock

07LTIP

Restricted Coremark

Units \$ 0.01 03/31/2010 M 297 02/01/2010 01/21/2019 Common 297

O7LTIP Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MILLER CHRISTOPHER M VP & Chief 395 OYSTER POINT BLVD., SUITE 415 Accounting SOUTH SAN FRANCISCO, CA 94080 Officer

Signatures

Amy Morgan, POA 04/05/2010

**Signature of Date
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).
- (1) Shares withheld for taxes on RSU vesting
- (2) Shares withheld for taxes on Performance RSU Vesting previously reported in Table I
- (3) Shares withheld for taxes on Performance RSU Vesting previously reported in Table I

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3