

Core-Mark Holding Company, Inc.
 Form 3
 December 08, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|--|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Loretz Congdon Stacy</p> <p>(Last) (First) (Middle)</p> <p>395 OYSTER POINT BLVD., SUITE 415</p> <p>(Street)</p> <p>SOUTH SAN FRANCISCO,Â CAÂ 94080</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/01/2006</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Core-Mark Holding Company, Inc. [CORE]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Senior VP & CFO</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---|---|--|---|
| <p>1. Title of Security (Instr. 4)</p> | <p>2. Amount of Securities Beneficially Owned (Instr. 4)</p> | <p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p> | <p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p> |
|---|---|--|---|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| | | | | | |
|--|--|---|---|---|---|
| <p>1. Title of Derivative Security (Instr. 4)</p> | <p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p> | <p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title Amount or Number of Shares</p> | <p>4. Conversion or Exercise Price of Derivative Security</p> | <p>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)</p> | <p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p> |
|--|--|---|---|---|---|

(Instr. 5)

| Plan Name | Effective Date | Expiration Date | Security | Shares | Price | Category | Feature |
|-----------------------------------|---------------------------|-----------------|-----------------------------|--------|---------------------|----------|---------|
| 04LTIP plan grtd 8-23-2004 NQ | 08/23/2005 ⁽¹⁾ | 08/23/2011 | Coremark Common Stock | 21,112 | \$ 15.5 | D | Â |
| Restricted Stock Units 04 LTIP | 08/23/2005 ⁽³⁾ | 08/23/2014 | Coremark Common Stock | 6,000 | \$ 0 ⁽²⁾ | D | Â |
| Restricted Stock Units 05 LTIP | 02/01/2006 ⁽⁵⁾ | 02/08/2015 | Coremark Common Stock | 10,637 | \$ 0 ⁽⁴⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Loretz Congdon Stacy 395 OYSTER POINT BLVD., SUITE 415 SOUTH SAN FRANCISCO, CA 94080 | Â | Â | Â Senior VP & CFO | Â |

Signatures

Stacy
Loretz-Congdon 12/08/2006

 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) 8,613 vested, the remaining options vest in monthly installments of 1,389 per month.
- (2) Restricted Stock Units settle in Common Stock on a 1:1 basis.
- (3) 3,750 vested, the remaining restricted stock units vest in monthly installments of 250 units per month.
- (4) Restricted Stock Units settle in Common Stock on a 1:1 basis.
- (5) 3,137 restricted stock units vest in equal quarterly installments until February 1, 2008. One-third of the remaining 7,500 restricted stock units vest on December 1, 2007, with the remainder vesting in equal quarterly installments until December 1, 2009.

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.