

WALSH J MICHAEL  
Form 4  
January 18, 2011

**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 \*  
WALSH J MICHAEL

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)  
01/18/2011

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
President and CEO

SOUTH SAN FRANCISCO, CA 94080

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Coremark Common Stock	01/18/2011		M	12,674 A \$ 0.01	87,709	D	
Coremark Common Stock	01/18/2011		S	100 <sup>(1)</sup> D \$ 34.38	87,609	D	
Coremark Common Stock	01/18/2011		S	260 D \$ 34.41	87,349	D	
	01/18/2011		S	100 D	87,249	D	

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Coremark Common Stock					\$ 34.4425		
Coremark Common Stock	01/18/2011	S	300	D	\$ 34.45	86,949	D
Coremark Common Stock	01/18/2011	S	100	D	\$ 34.48	86,849	D
Coremark Common Stock	01/18/2011	S	300	D	\$ 34.5	86,549	D
Coremark Common Stock	01/18/2011	S	100	D	\$ 34.5175	86,449	D
Coremark Common Stock	01/18/2011	S	900	D	\$ 34.53	85,549	D
Coremark Common Stock	01/18/2011	S	200	D	\$ 34.541	85,349	D
Coremark Common Stock	01/18/2011	S	500	D	\$ 34.58	84,849	D
Coremark Common Stock	01/18/2011	S	100	D	\$ 34.59	84,749	D
Coremark Common Stock	01/18/2011	S	200	D	\$ 34.64	84,549	D
Coremark Common Stock	01/18/2011	S	187	D	\$ 34.66	84,362	D
Coremark Common Stock	01/18/2011	S	1,100	D	\$ 34.7	83,262	D
Coremark Common Stock	01/18/2011	S	200	D	\$ 34.78	83,062	D
Coremark Common Stock	01/18/2011	S	100	D	\$ 34.79	82,962	D
Coremark Common	01/18/2011	S	100	D	\$ 34.83	82,862	D

Stock							
Coremark Common Stock	01/18/2011	S	100	D	\$ 34.92	82,762	D
Coremark Common Stock	01/18/2011	S	100	D	\$ 34.95	82,662	D
Coremark Common Stock	01/18/2011	S	176	D	\$ 34.97	82,486	D
Coremark Common Stock	01/18/2011	S	100	D	\$ 35	82,386	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)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units 05 LTIP	\$ 0.01	01/18/2011		M	12,674	02/01/2006	02/08/2015	Coremark Common Stock	12,674

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

WALSH J MICHAEL  
395 OYSTER POINT BLVD., SUITE 415  
SOUTH SAN FRANCISCO, CA 94080

President and CEO

## Signatures

Amy Morgan,  
POA

01/18/2011

\_\_Signature of  
Reporting Person

Date

## 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) This sale and all subsequent sales reported on this Form 4 are pursuant to a 10b5-1 program.

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.