

WALSH J MICHAEL  
Form 4  
April 16, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
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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)

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

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

395 OYSTER POINT BLVD.,  
SUITE 415

04/15/2010

President and CEO

(Street)

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

SOUTH SAN  
FRANCISCO, CA 94080

(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)			
			Code	V	Amount	(A) or (D)	Price			
Coremark Common Stock	04/15/2010		M		8,000	A	\$ 0.01	44,661	D	
Coremark Common Stock	04/15/2010		M		2,000	A	\$ 0.01	46,661	D	
Coremark Common Stock	04/15/2010		S		600 <sup>(1)</sup>	D	\$ 29.96	46,061	D	
	04/15/2010		S		300 <sup>(2)</sup>	D	\$ 29.97	45,761	D	

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Coremark Common Stock							
Coremark Common Stock	04/15/2010	S	100 <sup>(3)</sup>	D	\$ 30.005	45,661	D
Coremark Common Stock	04/15/2010	S	200 <sup>(4)</sup>	D	\$ 30.02	45,461	D
Coremark Common Stock	04/15/2010	S	400 <sup>(5)</sup>	D	\$ 30.03	45,061	D
Coremark Common Stock	04/15/2010	S	100 <sup>(6)</sup>	D	\$ 30.035	44,961	D
Coremark Common Stock	04/15/2010	S	100 <sup>(7)</sup>	D	\$ 30.037	44,861	D
Coremark Common Stock	04/15/2010	S	100 <sup>(8)</sup>	D	\$ 30.0375	44,761	D
Coremark Common Stock	04/15/2010	S	557 <sup>(9)</sup>	D	\$ 30.04	44,204	D
Coremark Common Stock	04/15/2010	S	<u>104</u> <sup>(10)</sup>	D	\$ 30.05	44,100	D
Coremark Common Stock	04/15/2010	S	<u>500</u> <sup>(11)</sup>	D	\$ 30.06	43,600	D
Coremark Common Stock	04/15/2010	S	<u>804</u> <sup>(12)</sup>	D	\$ 30.07	42,796	D
Coremark Common Stock	04/15/2010	S	<u>200</u> <sup>(13)</sup>	D	\$ 30.08	42,596	D
Coremark Common Stock	04/15/2010	S	30 <sup>(14)</sup>	D	\$ 30.1	42,566	D
Coremark Common Stock	04/15/2010	S	<u>100</u> <sup>(15)</sup>	D	\$ 30.12	42,466	D
Coremark Common	04/15/2010	S	1 <sup>(16)</sup>	D	\$ 30.13	42,465	D

Stock

Coremark

Common 04/15/2010 S 4 <sup>(17)</sup> D \$ 30.14 42,461 D  
Stock

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

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**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)	Amount or Number of Shares
						Date Exercisable      Expiration Date	Title	
				Code V (A) (D)				
Restricted Stock Units 04 LTIP	\$ 0.01	04/15/2010		M	8,000	08/23/2005      08/23/2014	Coremark Common Stock	8,000
Restricted Stock Units 05 LTIP	\$ 0.01	04/15/2010		M	2,000	02/01/2006      02/08/2015	Coremark Common Stock	2,000

## 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,                      04/16/2010  
POA

\_\_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) Sold per Sec. 10b5-1program
- (2) Sold per Sec. 10b5-1program
- (3) Sold per Sec. 10b5-1program
- (4) Sold per Sec. 10b5-1program
- (5) Sold per Sec. 10b5-1program
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- (14) Sold per Sec. 10b5-1program
- (15) Sold per Sec. 10b5-1program
- (16) Sold per Sec. 10b5-1program
- (17) Sold per Sec. 10b5-1program

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