

McPherson Scott E  
 Form 4  
 September 21, 2010

**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)  
 09/17/2010

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below) SVP - Corporate Development  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)

SOUTH SAN FRANCISCO, CA 94080  
 (City) (State) (Zip)

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

**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	09/17/2010		M	5,453 A \$ 15.5	33,554	D	
Coremark Common Stock	09/17/2010		S	2,000 D \$ 30	31,554	D	
Coremark Common Stock	09/17/2010		S	912 D \$ 30.01	30,642	D	
	09/17/2010		S	200 D \$ 30.02	30,442	D	

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Coremark Common Stock							
Coremark Common Stock	09/17/2010	S	300	D	\$ 30.03	30,142	D
Coremark Common Stock	09/17/2010	S	241	D	\$ 30.04	29,901	D
Coremark Common Stock	09/17/2010	S	800	D	\$ 30.05	29,101	D
Coremark Common Stock	09/17/2010	S	100	D	\$ 30.0575	29,001	D
Coremark Common Stock	09/17/2010	S	900	D	\$ 30.08	28,101	D
Coremark Common Stock	09/20/2010	M	7,465	A	\$ 15.5	35,566	D
Coremark Common Stock	09/20/2010	S	500	D	\$ 30.02	35,066	D
Coremark Common Stock	09/20/2010	S	200	D	\$ 30.03	34,866	D
Coremark Common Stock	09/20/2010	S	400	D	\$ 30.04	34,466	D
Coremark Common Stock	09/20/2010	S	400	D	\$ 30.1	34,066	D
Coremark Common Stock	09/20/2010	S	251	D	\$ 30.1478	33,815	D
Coremark Common Stock	09/20/2010	S	100	D	\$ 30.16	33,715	D
Coremark Common Stock	09/20/2010	S	400	D	\$ 30.1725	33,315	D
Coremark Common	09/20/2010	S	200	D	\$ 30.18	33,115	D

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Stock

Coremark

Common 09/20/2010 S 400 D \$ 30.265 32,715 D

Stock

Coremark

Common 09/20/2010 S 264 D \$ 30.35 32,451 D

Stock

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
04LTIP plan grtd 8-23-2004 NQ	\$ 15.5	09/17/2010		M	5,453	08/23/2005 08/23/2011	Coremark Common Stock	5,453	
04LTIP plan grtd 8-23-2004 NQ	\$ 15.5	09/20/2010		M	7,465	08/23/2005 08/23/2011	Coremark Common Stock	7,465	

## 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 - Corporate  
Development

## Signatures

Amy Morgan,  
POA

09/21/2010

\_\_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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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