Core-Mark Holding Company, Inc.

Form 3

December 08, 2006

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

A Loretz Congdon Stacy

(Last)

**SUITE 415** 

(First)

(Middle)

(Zip)

Statement

(Month/Day/Year)

12/01/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Core-Mark Holding Company, Inc. [CORE]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

Director Officer Other (give title below) (specify below)

Senior VP & CFO

6. Individual or Joint/Group 10% Owner Filing(Check Applicable Line)

> \_X\_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

(Street)

395 OYSTER POINT BLVD.,

**SOUTH SAN** 

FRANCISCO. CAÂ 94080

(City) (State)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

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)

Title

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable Expiration

Date

Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect

(I)

						(Instr. 5)	
04LTIP plan grtd 8-23-2004 NQ	08/23/2005(1)	08/23/2011	Coremark Common Stock	21,112	\$ 15.5	D	Â
Restriced 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**

Relationships					
rner Officer Other					
Senior VP & CFO Â					

## **Signatures**

Stacy
Loretz-Congdon

\*\*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.

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