

Walsh Christopher L
Form 4
May 14, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 Christopher L

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)
05/12/2009

____ Director
____ Officer (give title below) _____ 10% Owner
____ Other (specify below)
Senior VP-US Distribution

SOUTH SAN
FRANCISCO, CA 94080

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Coremark Common Stock	05/12/2009		M		8,000	A	\$ 0 26,473
Coremark Common Stock	05/12/2009		M		6,000	A	\$ 0 32,473
Coremark Common Stock	05/12/2009		S		3,900	D	\$ 21.5 28,573
	05/12/2009		S		500	D	28,073

Edgar Filing: Walsh Christopher L - Form 4

Coremark Common Stock					\$ 21.51		
Coremark Common Stock	05/12/2009	S	300	D	\$ 21.52	27,773	D
Coremark Common Stock	05/12/2009	S	400	D	\$ 21.53	27,373	D
Coremark Common Stock	05/12/2009	S	100	D	\$ 21.54	27,273	D
Coremark Common Stock	05/12/2009	S	700	D	\$ 21.55	26,573	D
Coremark Common Stock	05/12/2009	S	300	D	\$ 21.56	26,273	D
Coremark Common Stock	05/12/2009	S	200	D	\$ 21.57	26,073	D
Coremark Common Stock	05/12/2009	S	650	D	\$ 21.58	25,423	D
Coremark Common Stock	05/12/2009	S	200	D	\$ 21.59	25,223	D
Coremark Common Stock	05/12/2009	S	200	D	\$ 21.6	25,023	D
Coremark Common Stock	05/12/2009	S	200	D	\$ 21.61	24,823	D
Coremark Common Stock	05/12/2009	S	200	D	\$ 21.62	24,623	D
Coremark Common Stock	05/12/2009	S	100	D	\$ 21.63	24,523	D
Coremark Common Stock	05/12/2009	S	100	D	\$ 21.64	24,423	D
Coremark Common	05/12/2009	S	900	D	\$ 21.66	23,523	D

Edgar Filing: Walsh Christopher L - Form 4

Stock

Coremark

Common 05/12/2009 S 100 D \$ 21.67 23,423 D
Stock

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 (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	05/12/2009		M	8,000	08/23/2005	08/23/2014	Coremark Common Stock	8,000
Restricted Stock Units 05 LTIP	\$ 0	05/12/2009		M	6,000	02/01/2006	02/08/2015	Coremark Common Stock	6,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Walsh Christopher L
395 OYSTER POINT BLVD., SUITE 415
SOUTH SAN FRANCISCO, CA 94080

Senior VP-US
Distribution

Signatures

Amy Morgan, 05/14/2009
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).

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.