

Rolheiser Eric
 Form 3
 January 14, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Rolheiser Eric | | (Month/Day/Year) | Core-Mark Holding Company, Inc. [CORE] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 395 OYSTER POINT BLVD., | | | (Check all applicable) | |
| SUITE 415 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (Street) | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| SOUTH SAN FRANCISCO,Â CAÂ 94080 | | | (give title below) | (specify below) |
| (City) | (State) | (Zip) | President - Canada Operations | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Coremark Common Stock | 159 | D | Â |

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)

| 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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | | |

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| | | | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|-----------------------------------|------------------------------|---------------------------|-----------------------------|----------------------------------|-------------------------|----------------------------------|---|
| 04LTIP plan grtd 8-23-2004 NQ | 03/22/2008 ⁽¹⁾ | 03/22/2014 | Coremark Common Stock | 1,750 | \$ 36.03 | D | Â |
| Restricted Stock Units 05 LTIP | 01/02/2008 ⁽²⁾ | 02/08/2015 | Coremark Common Stock | 600 | \$ 0 | D | Â |
| 07LTIP Stock Option | 07/02/2008 ⁽⁴⁾⁽⁵⁾ | 07/01/2014 ⁽⁶⁾ | Coremark Common Stock | 4,692 | \$ 36.96 ⁽³⁾ | D | Â |
| Restricted Stock Units 07LTIP | 07/02/2008 ⁽⁷⁾⁽⁸⁾ | 06/30/2017 | Coremark Common Stock | 2,564 | \$ 0 | D | Â |
| 07 LTIP Performance Share | 01/31/2009 ⁽⁹⁾ | 06/30/2017 | Coremark Common Stock | 2,500 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Rolheiser Eric 395 OYSTER POINT BLVD., SUITE 415 SOUTH SAN FRANCISCO, CA 94080 | Â | Â | Â President - Canada Operations | Â |

Signatures

Amy Morgan,
POA 01/14/2009

**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) One-third of the options vest on the first anniversary of the grant and the remaining two-thirds vest in equal quarterly installments over the following two years.
- (2) One-third of the restricted stock units vest on the first anniversary of the grant and the remaining two-thirds vest in equal quarterly installments over the following two years.
- (3) 2,192 options have an exercise price of \$36.96 and 2,500 options have an exercise price of \$25.81.
- (4) One-third of the restricted stock units vest on the first anniversary of the grant and the remaining two-thirds vest in equal quarterly installments over the following two years.
- (5) 2,192 options granted on 7/22/2007, 2,500 options granted on 1/31/2008.
- (6) 2,192 options, granted on 7/2/2007, expire on 7/2/2014 and 2,500 options, granted on 1/31/2008, expire on 1/31/2015.

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- (7) One-third of the restricted stock units vest on the first anniversary of the grant and the remaining two-thirds vest in equal quarterly installments over the following two years.
- (8) 897 awards were granted on 7/2/2007, 1,667 awards were granted on 1/31/2008.
Performance Shares vest upon the achievement of certain company financial goals related to the period of 1/1/2008 to 12/31/2008.
- (9) One-third of approved shares vests upon Board certification and the remaining two-thirds vest in equal installments over the following two years.

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.