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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Core-Mark Holding Company, Inc. [CORE] Rolheiser Eric (Month/Day/Year) 01/14/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 395 OYSTER POINT BLVD., (Check all applicable) **SUITE 415** (Street) 6. Individual or Joint/Group 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting President - Canada Operations Person **SOUTH SAN** Form filed by More than One FRANCISCO. CAÂ 94080 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Coremark Common Stock 159 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership Form of	6. Nature of Indirect	
(Instr. 4)	(11011111211)		Derivative Security	or Exercise		Beneficial	
			(Instr. 4)	Price of	Derivative	Ownership	
	Date Exercisable	Expiration Date	Title	Derivative	Security:	(Instr. 5)	
				Security	Direct (D)		

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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	President - Canada Operations	Â	

Signatures

Amy Morgan,
POA

**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.

Reporting Owners 2

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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.