

Core-Mark Holding Company, Inc.
 Form 3
 December 08, 2006

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 Loretz Congdon Stacy | | (Month/Day/Year) | Core-Mark Holding Company, Inc. [CORE] | |
| (Last) | (First) | (Middle) | 12/01/2006 | |
| 395 OYSTER POINT BLVD., | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| SUITE 415 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | <input type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Senior VP & CFO | |
| SOUTH SAN FRANCISCO,Â CAÂ 94080 | | | | |
| (City) | (State) | (Zip) | | |

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) |
|---------------------------------|---|--|---|

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) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| Plan Name | Effective Date | Termination Date | Security | Shares | Price | Category | Feature |
|-----------------------------------|---------------------------|------------------|-----------------------------|--------|---------------------|----------|---------|
| 04LTIP plan grtd 8-23-2004 NQ | 08/23/2005 ⁽¹⁾ | 08/23/2011 | Coremark Common Stock | 21,112 | \$ 15.5 | D | Â |
| Restricted 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

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Loretz Congdon Stacy 395 OYSTER POINT BLVD., SUITE 415 SOUTH SAN FRANCISCO, CA 94080 | Â | Â | Â Senior VP & CFO | Â |

Signatures

Stacy
Loretz-Congdon 12/08/2006

 **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.