Core-Mark Holding Company, Inc.

Form 3 July 05, 2007

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] Murray Christopher M (Month/Day/Year) 07/05/2007 (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 SVP of Marketing 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. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Coremark Common Stock 354 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	2. Date Exercisable and Expiration	3. Title and Amount of	4.	5.	6. Nature of
Security	Date	Securities Underlying	Conversion	Ownership	Indirect Beneficial
(Instr. 4)	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)
	Date Exercisable	Title	Derivative	Security:	
			Security	Direct (D)	

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
04LTIP plan grtd 8-23-2004 NQ	08/23/2005(2)(3)	08/23/2011	Coremark Common Stock	8,167	\$ 15.5 <u>(1)</u>	D	Â
Restriced Stock Units 04 LTIP	08/23/2005(4)	08/23/2014	Coremark Common Stock	6,250	\$ 0	D	Â
Restricted Stock Units 05 LTIP	02/08/2006(5)	02/08/2015	Coremark Common Stock	257	\$ 0	D	Â
07LTIP Stock Option	07/02/2008(6)	07/01/2017	Coremark Common Stock	4,436	\$ 36.96	D	Â
Restricted Stock Units 07LTIP	07/02/2008(7)	07/01/2017	Coremark Common Stock	4,438	\$ 0	D	Â
07 LTIP Performance Share	12/31/2007(8)	07/01/2017	Coremark Common Stock	4,436	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Murray Christopher M 395 OYSTER POINT BLVD., SUITE 415 SOUTH SAN FRANCISCO, CA 94080	Â	Â	SVP of Marketing	Â	

Signatures

Stacy

Loretz-Congdon, 07/05/2007

POA

**Signature of Reporting 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) 4,167 options have an exercise price of \$15.50 and 4,000 options have an exercise price of \$36.01.
- (2) 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.
- (3) 4,167 options granted on 8/23/2004, 4,000 options granted on 3/22/2007.
- (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.

Reporting Owners 2

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- (5) 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.
- (6) 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.
- (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) Performance Shares vest upon the achievement of certain company financial goals related to revenues, new business generated and return on net assets during the second half of fiscal 2007.

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Remarks:

Exhibit 24-Power of Attorney

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.