

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Hautau Henry J</u> (Last) (First) (Middle) <u>395 OYSTER POINT BLVD., SUITE 415</u> (Street) <u>SOUTH SAN FRANCISCO CA 94080</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Core-Mark Holding Company, Inc. [CORE]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/23/2006</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP of Employee & Corp Services</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	02/23/2006		M		22,222	A	\$15.5	22,222	D	
Coremark Common Stock	02/23/2006		S		100	D	\$38.38	22,122	D	
Coremark Common Stock	02/23/2006		S		102	D	\$38.33	22,020	D	
Coremark Common Stock	02/23/2006		S		2,600	D	\$38.22	19,420	D	
Coremark Common Stock	02/23/2006		S		200	D	\$38.13	19,220	D	
Coremark Common Stock	02/23/2006		S		98	D	\$38.1	19,122	D	
Coremark Common Stock	02/23/2006		S		2,398	D	\$38.09	16,724	D	
Coremark Common Stock	02/23/2006		S		3	D	\$38.07	16,721	D	
Coremark Common Stock	02/23/2006		S		600	D	\$38.04	16,121	D	
Coremark Common Stock	02/23/2006		S		1,700	D	\$38.0218	14,421	D	
Coremark Common Stock	02/23/2006		S		999	D	\$38.01	13,422	D	
Coremark Common Stock	02/23/2006		S		410	D	\$38	13,012	D	
Coremark Common Stock	02/23/2006		S		5,212	D	\$37.99	7,800	D	
Coremark Common Stock	02/23/2006		S		593	D	\$37.94	7,207	D	
Coremark Common Stock	02/23/2006		S		3,507	D	\$37.93	3,700	D	
Coremark Common Stock	02/23/2006		S		400	D	\$37.89	3,300	D	
Coremark Common Stock	02/23/2006		S		600	D	\$37.86	2,700	D	
Coremark Common Stock	02/23/2006		S		500	D	\$37.82	2,200	D	
Coremark Common Stock	02/23/2006		S		2,200	D	\$37.57	0	D	

**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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
04LTIP plan grtd 8-23-2004 NQ	\$15.5	02/23/2006		M			22,222	08/23/2005	08/23/2011	Coremark Common Stock	22,222	\$0	27,778	D	

Explanation of Responses:

Remarks:

Sold pursuant to 10b5-1 program.

James Wall, attorney-in-fact 02/23/2006

** Signature of Reporting Person Date

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

* 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.

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