

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>MILLER CHRISTOPHER M</u> (Last) (First) (Middle) <u>1500 SOLANA BLVD, SUITE 3400</u> (Street) <u>WESTLAKE TX 76262</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Core-Mark Holding Company, Inc. [</u> <u>CORE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <u>Senior VP & CFO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/22/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	01/23/2020		M		6,093 ⁽¹⁾	A	\$0.01	34,459	D	
Coremark Common Stock	01/23/2020		M		4,154 ⁽²⁾	A	\$0.01	38,613	D	
Coremark Common Stock	01/23/2020		F		3,547 ⁽³⁾	D	\$25.36	35,066	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				
2019 Performance Shares	\$0.01	01/23/2020		A		18,280		(1)	(1)	Coremark Common Stock	18,280	\$0	18,280	D	
2019 Performance Shares	\$0.01	01/23/2020		M		6,093		(1)	(1)	Coremark Common Stock	6,093	\$0	12,187	D	
2019 RSU Grant	\$0.01	01/23/2020		M		4,154		(2)	(2)	Coremark Common Stock	4,154	\$0	8,309	D	
2020 RSU Grant	\$0.01	01/22/2020		A		12,917		(4)	(4)	Coremark Common Stock	12,917	\$0	12,917	D	

Explanation of Responses:

- 2019 Performance Shares earned upon the achievement of certain company financial goals. Shares vest; 1/3 on January 23, 2020; 1/3 on January 1, 2021 and 1/3 on January 1, 2022.
- This grant represents RSU's from the 2010 Long Term Incentive Plan that are subject to the following vesting schedule: 1/3 on January 23, 2020; 1/3 on January 1, 2021; 1/3 on January 1, 2022.
- Shares withheld for taxes on RSU Vesting previously reported in Table I.
- This grant represents RSU's from the 2019 Long Term Incentive Plan that are subject to the following vesting schedule: 1/3 on January 22, 2021; 1/3 on January 1, 2022; 1/3 on January 1, 2023.

Remarks:Chris Miller01/24/2020

** 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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