

Core-Mark Holding Company, Inc.
Form 4/A
March 27, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Perkins Thomas B

2. Issuer Name and Ticker or Trading Symbol
Core-Mark Holding Company, Inc.
[CORE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

____ Director
____ Officer (give title below)
____ 10% Owner
____ Other (specify below)

395 OYSTER POINT BLVD.,
SUITE 415

01/19/2012

President and CEO

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
01/23/2012

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

SOUTH SAN
FRANCISCO, CA 94080

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Coremark common stock	01/19/2012		M		2,250	A	\$ 0.01 27,818
Coremark common stock	01/19/2012		A		<u>2,250</u> ⁽¹⁾	A	\$ 0.01 30,068
Coremark common stock	01/19/2012		A		<u>2,750</u> ⁽²⁾	A	\$ 0.01 32,818
	01/19/2012		F		825 <u>(3)</u>	D	31,993

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Coremark common stock \$ 39.81

Coremark common stock 01/19/2012 F 245 ⁽⁴⁾ D \$ 39.81 31,748 D

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

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SEC 1474 (9-02)

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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units 2010LTIP	\$ 0.01	01/19/2012		M	2,250	01/19/2012	01/19/2018	Coremark common stock	2,250

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Perkins Thomas B
395 OYSTER POINT BLVD., SUITE 415
SOUTH SAN FRANCISCO, CA 94080

President and CEO

Signatures

Chris Miller, 03/27/2015
POA

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) 2010 Long Term Incentive Plan Performance Award. Performance criteria met, 33% vested on 01/19/2012. Remainder vests quarterly over the next 2 years.
- (2) 2010 Long Term Incentive Plan Performance Award. Special one-time restricted stock award for extraordinary performance. Vests 1/3 on 1/19/2012 and remainder vests quarterly over next 2 years.
- (3) Shares withheld for taxes on RSU Vesting
- (4) Shares withheld for taxes on Performance RSU Vesting previously reported in Table I

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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