

Core-Mark Holding Company, Inc.  
Form 8-K  
August 14, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

August 14, 2006

Date of Report

(Date of earliest event reported)

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**CORE-MARK HOLDING COMPANY, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**000-51515**  
(Commission File Number)

**20-1489747**  
(I.R.S. Employer

Identification No.)

**395 Oyster Point Boulevard, Suite 415,**

**South San Francisco, California**  
(Address of principal executive offices)

**(650) 589-9445**

**94080**  
(Zip Code)

(Registrant's telephone number, including area code)

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N/A

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02. Results of Operations and Financial Condition.**

On August 14, 2006, Core-Mark Holding Company, Inc. (the Company ) issued a press release announcing its results of operations for its second quarter of 2006. The text of the press release issued by the Company is furnished as Exhibit 99.1.

**Item 9.01. Financial Statement and Exhibits.**

(d) Exhibits.

The following is filed as an exhibit to this report:

| <b>Number</b> | <b>Description</b>  |
|---------------|---|
| 99.1          | Press Release of Core-Mark Holding Company, Inc. dated August 14, 2006. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 14, 2006

CORE-MARK HOLDING COMPANY, INC.

By: /s/ James E. Wall  
James E. Wall  
Senior Vice President

Chief Financial Officer

**EXHIBIT INDEX**

| <b>Number</b> | <b>Description</b>  |
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