

Core-Mark Holding Company, Inc.  
Form 8-K  
May 17, 2016

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  
May 16, 2016  
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                                          | 000-51515                | 20-1489747                           |
| (State or other jurisdiction of<br>incorporation) | (Commission File Number) | (IRS Employer<br>Identification No.) |

395 Oyster Point Boulevard, Suite 415, 94080  
South San Francisco, California  
(Address of principal executive offices) (Zip Code)  
(650) 589-9445  
(Registrant's telephone number, including area code)  
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))

Item 1.01. Entry into a Material Definitive Agreement.

On May 16, 2016, Core-Mark Holding Company, Inc. (the "Company") and its subsidiaries entered into an Eighth Amendment to its credit facility, which matures in May 2020. The amendment increases the size of the Company's credit facility from \$300 million to \$450 million. The amendment also includes an expansion feature to give Core-Mark the option to further increase the size of the credit facility by an additional \$150 million to a total of \$600 million if exercised.

The foregoing description is not complete and is qualified in its entirety by reference to the full text of the Eighth Amendment which is filed as Exhibit 10.1 to this Form 8-K and incorporated herein by reference.

Item 8.01. Other Events.

On May 17, 2016, the Company issued a press release announcing the Eighth Amendment to its credit facility, which matures in May 2020. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following are filed as exhibits to this report:

| Number | Description                                                                                                                                                                                                           |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 10.1   | Eighth Amendment to Credit Agreement, dated as of May 16, 2016, by and among Core-Mark Holding Company, Inc. and its subsidiaries, JPMorgan Chase Bank, N.A., as administrative agent, and the lenders party thereto. |
| 99.1   | Press Release of Core-Mark Holding Company, Inc. dated May 17, 2016.                                                                                                                                                  |



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.

CORE-MARK HOLDING COMPANY, INC.

|                    |        |                           |
|--------------------|--------|---------------------------|
| Date: May 17, 2016 | By:    | /s/ Christopher M. Miller |
|                    | Name:  | Christopher M. Miller     |
|                    | Title: | Chief Financial Officer   |