

FAZZOLARI SALVATORE D

Form 4

March 21, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FAZZOLARI SALVATORE D

(Last) (First) (Middle)

P.O. BOX 8888

(Street)

CAMP HILL, PA 17001-8888

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

HARSCO CORP [HSC]

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

03/20/2006

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

President, CFO and Treasurer

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person**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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$1.25 par value	03/20/2006		M	8,000	A	\$ 34.28	10,364.4734 D
Common Stock, \$1.25 par value	03/20/2006		S <sup>(1)</sup>	400	D	\$ 81.96	9,964.4734 D
Common Stock, \$1.25 par value	03/20/2006		S <sup>(1)</sup>	1,300	D	\$ 81.97	8,664.4734 D

Edgar Filing: FAZZOLARI SALVATORE D - Form 4

Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	600	D	\$ 81.98	8,064.4734	D	
Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	500	D	\$ 81.99	7,564.4734	D	
Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	900	D	\$ 82	6,664.4734	D	
Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	100	D	\$ 82.03	6,564.4734	D	
Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	300	D	\$ 82.04	6,264.4734	D	
Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	2,400	D	\$ 82.05	3,864.4734	D	
Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	800	D	\$ 82.06	3,064.4734	D	
Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	300	D	\$ 82.07	2,764.4734	D	
Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 82.08	2,564.4734	D	
Common Stock, \$1.25 par value	03/20/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 82.1	2,364.4734	D	
Common Stock, \$1.25 par value						8,292.2611 <u>(2)</u>	I	Savings Plan

# Edgar Filing: FAZZOLARI SALVATORE D - Form 4

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Stock Option (Right to Buy) <sup>(3)</sup>	\$ 34.28 <sup>(3)</sup>	03/20/2006		M	8,000	01/27/1998 <sup>(3)</sup> 01/26/2007 <sup>(3)</sup>	Common Stock, \$1.25 par value
Stock Option (Right to Buy) <sup>(3)</sup>	\$ 37.81 <sup>(3)</sup>					<sup>(3)</sup> 01/25/2008 <sup>(3)</sup>	Common Stock, \$1.25 par value
Stock Option (Right to Buy) <sup>(3)</sup>	\$ 26.66 <sup>(3)</sup>					<sup>(3)</sup> 01/24/2009 <sup>(3)</sup>	Common Stock, \$1.25 par value
Stock Option (Right to Buy) <sup>(3)</sup>	\$ 29 <sup>(3)</sup>					<sup>(3)</sup> 01/23/2010 <sup>(3)</sup>	Common Stock, \$1.25 par value
Stock Option (Right to Buy) <sup>(3)</sup>	\$ 32.65 <sup>(3)</sup>					<sup>(3)</sup> 01/20/2012 <sup>(3)</sup>	Common Stock, \$1.25 par value
Restricted Stock Unit -EICP <sup>(4)</sup>	<sup>(4)</sup>					<sup>(4)</sup> 01/24/2008 <sup>(4)</sup>	Common Stock, \$1.25 par value
Restricted Stock	<sup>(4)</sup>					<sup>(4)</sup> 01/24/2009 <sup>(4)</sup>	Common Stock,

Units-EICP  
(4)

\$1.25 par  
value

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FAZZOLARI SALVATORE D P.O. BOX 8888 CAMP HILL, PA 17001-8888	X		President, CFO and Treasurer	

## Signatures

Salvatore D. Fazzolari 03/21/2006

                     \*\*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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 15, 2006.
- (2) These shares were acquired under the Harsco Corporation Savings Plan in transactions that were exempt from Section 16-b by virtue of rule 16a-8(b). The information presented is as of February 28, 2006.
- (3) Stock option granted pursuant to Harsco Corporation 1995 Executive Incentive Compensation Plan in a transaction exempt under Rule 16b-3.
- (4) Represents restricted stock units granted under the 1995 Executive Incentive Compensation Plan. Each restricted stock unit has a three year vesting period. No dividends are paid on the units until they vest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.