#### Edgar Filing: BUTLER GEFFREY D H - Form 4

#### BUTLER GEFFREY D H

Form 4

January 29, 2007

## FORM 4

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

OMB Number:

Form filed by More than One Reporting

Person

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

3235-0287

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

**OMB APPROVAL** 

See Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * BUTLER GEFFREY D H |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol   | 5. Relationship of Reporting Person(s) to Issuer  |  |  |
|--|---------|----------|--|---|--|--|
| (Last)   | (First) | (Middle) | HARSCO CORP [HSC]  3. Date of Earliest Transaction   | (Check all applicable)  |  |  |
| P.O. BOX 8888  |         |          | (Month/Day/Year)<br>01/23/2007                       | X Director 10% OwnerX Officer (give title Other (specify below) Senior V. P Operations                  |  |  |
| (Street)   |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person |  |  |

#### CAMP HILL, PA 17001-8888

| (City)                                  | (State) (Z                              | Zip) Table  | I - Non-Do                             | erivative Securities Ac  | equired, Disposed  | of, or Beneficia   | lly Owned   |
|---|---|---|--|--|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3)    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock,<br>\$1.25 par<br>value |   |   |  |  | 1,000  | 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)

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transac<br>Code<br>(Instr. 8 | etion | 5. Number op f 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 Amo<br>Underlying Secu<br>(Instr. 3 and 4) |                            |
|---|---|---|---|------------------------------------|-------|---|-----|--|-----------------|---|----------------------------|
|   |   |   |   | Code                               | V     | (A)   | (D) | Date Exercisable   | Expiration Date | Title   | An<br>or<br>Nu<br>of<br>Sh |
| Stock<br>Option<br>(Right to<br>Buy) (1)            | \$ 37.81<br>(1)   |   |   |                                    |       |   |     | <u>(1)</u>   | 01/25/2008(1)   | Common<br>Stock,<br>\$1.25 par<br>value                 |                            |
| Stock<br>Option<br>(Right to<br>Buy) (1)            | \$ 26.66<br>(1)   |   |   |                                    |       |   |     | <u>(1)</u>   | 01/24/2009(1)   | Common<br>Stock,<br>\$1.25 par<br>value                 |                            |
| Stock<br>Option<br>(Right to<br>Buy) (1)            | \$ 29 <u>(1)</u>  |   |   |                                    |       |   |     | <u>(1)</u>   | 01/23/2010(1)   | Common<br>Stock,<br>\$1.25 par<br>value                 |                            |
| Stock<br>Option<br>(Right to<br>Buy) (1)            | \$ 25.63<br>(1)   |   |   |                                    |       |   |     | <u>(1)</u>   | 01/21/2011(1)   | Common<br>Stock,<br>\$1.25 par<br>value                 |                            |
| Stock<br>Option<br>(Right to<br>Buy) (1)            | \$ 32.65<br>(1)   |   |   |                                    |       |   |     | <u>(1)</u>   | 01/20/2012(1)   | Common<br>Stock,<br>\$1.25 par<br>value                 |                            |
| Restricted<br>Stock Unit<br>-EICP (2)               | (2)   |   |   |                                    |       |   |     | (2)  | 01/24/2008(2)   | Common<br>Stock,<br>\$1.25 par<br>value                 |                            |
| Restricted<br>Stock<br>Units-EICP                   | (2)   |   |   |                                    |       |   |     | (2)  | 01/24/2009(2)   | Common<br>Stock,<br>\$1.25 par<br>value                 |                            |
| Restricted<br>Stock Units<br>- EICP (3)             | (3)   | 01/23/2007                              |   | A                                  |       | 8,000   | )   | 01/23/2008(3)  | 01/23/2010(3)   | Common<br>Stock,<br>\$1.25 par<br>value                 | 8                          |

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BUTLER GEFFREY D H

P.O. BOX 8888 X Senior V. P. - Operations

CAMP HILL, PA 17001-8888

## **Signatures**

Mark E. Kimmel, Attorney-in-Fact 01/29/2007

\*\*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) Stock option granted pursuant to Harsco Corporation 1995 Executive Incentive Compensation Plan in a transaction exempt under Rule 16b-3.
- (2) 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.
- (3) Represents restricted stock units granted under the 1995 Executive Incentive Compensation Plan. Grant has three year pro-rata ve sting. 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.

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