HARSCO CORP Form 4 May 07, 2007

FORM 4

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

SECURITIES

OMB

Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31,

0.5

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

obligations

Expires: 2005 Estimated average

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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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

value

(Print or Type Responses)

1. Name and Address of Reporting Person * Neuffer Richard C			2. Issuer Name and Ticker or Trading Symbol HARSCO CORP [HSC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction	Tr		
			(Month/Day/Year)	Director 10% Owner		
P.O. BOX 8888			05/04/2007	X Officer (give title Other (specify below) Group President		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
CAMP HILL, PA 17001-8888				Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount		Price	(Instr. 3 and 4)		
Common Stock, \$1.25 par value	05/04/2007		M	2,400	A	\$ 18.905	2,400	D	
Common Stock, \$1.25 par value	05/04/2007		S	200	D	\$ 52.08	2,200	D	
Common Stock, \$1.25 par	05/04/2007		S	400	D	\$ 52.07	1,800	D	

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Common Stock, \$1.25 par value	05/04/2007	S	1,250	D	\$ 52.04	550	D	
Common Stock, \$1.25 par value	05/04/2007	S	350	D	\$ 52.03	200	D	
Common Stock, \$1.25 par value	05/04/2007	S	200	D	\$ 52.01	0	D	
Common Stock, \$1.25 par value (1)						4,638.857 <u>(1)</u> <u>(2)</u>	I	Savings Plan

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

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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. Transacti Code (Instr. 8)	onof Derivative		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		action Derivative Securities . 8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exercisab Date (Month/Day/Year	-	7. Title and A Underlying S (Instr. 3 and	Secu
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of Sh				
Stock Option (Right to Buy) (3)	\$ 18.905 (3)	05/04/2007		M		2,400	01/26/1999(3)	01/25/2008(3)	Common Stock, \$1.25 par value	2				
Stock Option (Right to Buy) (3)	\$ 14.5 <u>(3)</u>						(3)	01/23/2010(3)	Common Stock, \$1.25 par value					
							<u>(3)</u>	01/21/2011(3)						

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Stock Option (Right to Buy) (3)	\$ 12.815 (3)			Common Stock, \$1.25 par value
Stock Option (Right to Buy) (3)	\$ 16.325 (3)	(3)	01/20/2012(3)	Common Stock, \$1.25 par value
Restricted Stock Unit -EICP (3)	<u>(3)</u>	<u>(4)</u>	01/24/2008(4)	Common Stock, \$1.25 par value
Restricted Stock Units-EICP	<u>(4)</u>	<u>(4)</u>	01/24/2009(4)	Common Stock, \$1.25 par value
Restricted Stock Units - EICP (5)	<u>(5)</u>	(5)	01/23/2010(5)	Common Stock, \$1.25 par value

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

Neuffer Richard C

P.O. BOX 8888 Group President

CAMP HILL, PA 17001-8888

Signatures

Mark E. Kimmel, Attorney-in-Fact 05/07/2007

**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) These shares were acquired in 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 April 30, 2007.
- (2) Reflects adjustment made for two-for-one stock distribution on March 26, 2007.
- (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.
- (5) 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.

Reporting Owners 3

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