Neuffer Richard C
Form 4
January 26, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Neuffer Richard C

(Last) (First) (Middle)

350 POPLAR CHURCH ROAD

(Street)

CAMP HILL, PA 17011

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
HARSCO CORP [HSC]

3. Date of Earliest Transaction (Month/Day/Year)
01/22/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Sr. V.P. and Group President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, $1.25 par value (1)	01/22/2010 (1)	(1)	M (1)		2,333.33 (1)	A	$ 32.7 (1)	18,851.404 (1)	D	
Common Stock, $1.25 par value (1)	01/22/2010 (1)	(1)	M (1)		2,333.33 (1)	D	$ 32.7 (1)	16,518.074 (1)	D	
Common Stock, $1.25 par value (1)	01/22/2010 (1)	(1)	F (1)		979.33 (1)	D	$ 32.7 (1)	15,538.744 (1)	D	

Common Stock, $1.25 par value (1)	01/23/2010(1)	(1)	M(1)	1,666.66 (1)	A	$ 32.7 (1)	17,205.404 (1)	D
Common Stock, $1.25 par value (1)	01/23/2010(1)	(1)	F(1)	597.66 (1)	D	$ 32.7 (1)	16,607.744 (2)	D

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. Transaction Code (Instr. 8)		5. Number of 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 Ar Underlying Sec (Instr. 3 and 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units (1)	(1)	01/23/2010(1)	(1)	M(1)			1,666.66 (1)	01/23/2008(1)	01/23/2010(1)	Common Stock, $1.25 par value (1)
Incentive Stock Option (right to buy) (3)	$ 12.815 (3)							01/22/2002(3)	01/21/2011(3)	Common Stock, $1.25 par value (3)
Incentive Stock Option (right to buy) (3)	$ 16.325 (3)							01/21/2004(3)	01/20/2012(3)	Common Stock, $1.25 par value (3)
Restricted Stock Units (1)	(1)							01/27/2009(1)	01/27/2012(1)	Common Stock, $1.25 par value (1)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Neuffer Richard C 350 POPLAR CHURCH ROAD CAMP HILL, PA 17011			Sr. V.P. and Group President	

Signatures

Richard C Neuffer	01/26/2010
**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) Represents restricted stock units granted under the 1995 Executive Incentive Compensation Plan. Grant has three year pro-rata vesting. No dividends are paid on the units until they vest.

(2) Includes 2,333.34 restricted stock units granted on January 22, 2008 under the 1995 Executive Incentive Compensation Plan. Grant has three year pro-rata vesting. No dividends are paid on the units until they vest. Also includes 3,743.4040 shares that 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 December 31, 2009.

(3) Stock option granted pursuant to Harsco Corporation 1995 Executive Incentive Compensation Plan in a tranaction exempt under Rule 16b-3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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