
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): May 29, 2013

HARSCO CORPORATION
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-03970
(Commission
File Number)

23-1483991
(IRS Employer
Identification No.)

350 Poplar Church Road, Camp Hill, Pennsylvania
(Address of Principal Executive Offices)

17011
(Zip Code)

Registrant's telephone number, including area code: (717) 763-7064

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

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))
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Item 7.01. Regulation FD Disclosure.

Harsco Corporation (the “*Company*”) has prepared a presentation for the 2013 KeyBanc Capital Markets Industrial, Automotive and Transportation Conference (the “*Presentation*”), which is filed as Exhibit 99.1 hereto and incorporated herein by reference. The Company expects to use the Presentation on the date of this Current Report on Form 8-K. The information in this Current Report on Form 8-K and Exhibit 99.1 attached hereto shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference.

Item 9.01. Financial Statements and Exhibits.

| <u>Exhibit Number</u> | <u>Description</u> |
|---------------------------|--|
| 99.1 | 2013 KeyBanc Capital Markets Industrial, Automotive and Transportation Conference Presentation |

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.

HARSCO CORPORATION

Date: May 29, 2013

By: /s/ A. Verona Dorch

Name: A. Verona Dorch

Title: Vice President and General Counsel

EXHIBIT INDEX

| <u>Exhibit Number</u> | <u>Description</u> |
|----------------------------------|--|
| 99.1 | 2013 KeyBanc Capital Markets Industrial, Automotive and Transportation Conference Presentation |

HARSCO

**2013 KeyBanc Capital Markets Industrial,
Automotive and Transportation Conference**
May 29, 2013



Patrick Decker, President and CEO

Administrative Items

Safe Harbor

This presentation contains forward-looking statements based on management's current expectations, estimates and projections. All statements that address expectations or projections about the future, including statements about the company's strategy for growth, product development, market position, expected expenditures and financial results are forward-looking statements. Some of the forward-looking statements may be identified by words like "may," "could," "believes," "expects," "anticipates," "plans," "intends," "projects," "indicates," and similar expressions. These statements are not guarantees of future performance and involve a number of risks, uncertainties and assumptions. Many factors, including those discussed more fully elsewhere in this presentation and in documents filed with the Securities and Exchange Commission by Harsco, particularly its latest annual report on Form 10-K and quarterly report on Form 10-Q, as well as others, could cause results to differ materially from those stated. These factors include, but are not limited to, changes in the worldwide business environment in which the Company operates, including as a result of the current global financial and credit crisis; changes in the performance of the equity and debt markets; changes in governmental laws and regulations; market and competitive changes, including pricing pressures, market demand and acceptance for new products, services, and technologies; unforeseen business disruptions in one or more of the many countries in which the Company operates; the seasonal nature of the Company's business; our ability to successfully enter into new contracts and complete new acquisitions in the timeframe contemplated; the financial condition of the Company's customers; the successful integration of the Company's strategic acquisitions; and the amount and timing of repurchases of the Company's common stock, if any. The Company undertakes no duty to update forward-looking statements.

Non-GAAP Measures

This presentation contains non-GAAP financial information including adjusted operating income margin, adjusted diluted earnings per share from continuing operations, free cash flow and adjusted return on invested capital. These non-GAAP measures exclude special items in certain fiscal periods. For a reconciliation of these non-GAAP measures to U.S. GAAP results and the Company's rationale for its usage of non-GAAP measures, please see the Appendix .

Harsco at a Glance

2012 Revenue Mix



HARSCO

2012 Total Revenues of \$3,046M
18,500 Employees Across 50 Countries

2012 Revenues by Geography



HARSCO METALS & MINERALS

Revenue: \$1,404M

Global Market Leader



HARSCO INFRASTRUCTURE

Revenue: \$937M

Global Market Leader



HARSCO RAIL

Revenue: \$352M

Global Leader in Track Maintenance



HARSCO INDUSTRIAL

Revenue: \$353M

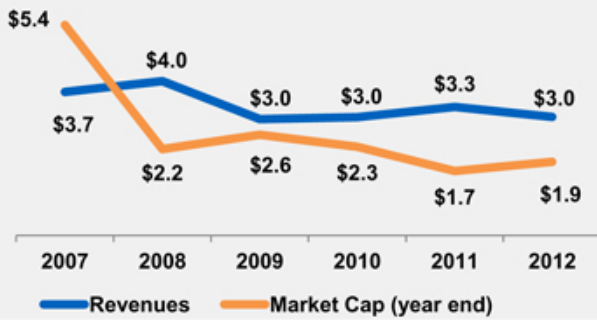
Leader in air cooled heat exchangers



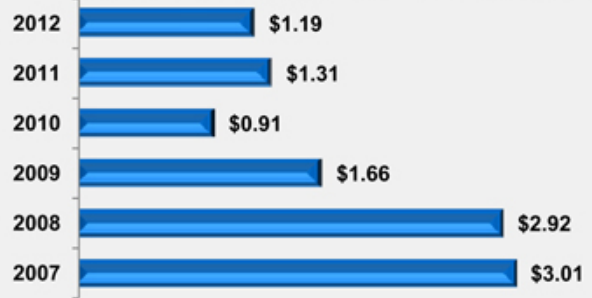
Multi-industry exposure through four market-leading segments

Historical Harsco Performance

(\$ in billions) **Revenues and Market Cap**



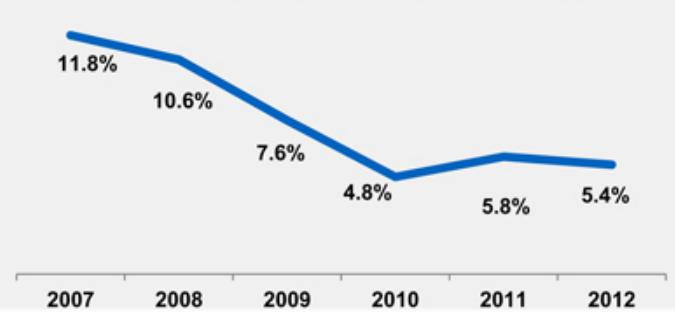
Adjusted Diluted EPS * (Continuing Operations)



(\$ in millions) **Free Cash Flow***



Adjusted Return on Invested Capital*



Performance reflects weakness in end markets and need for better execution

*Adjusted diluted earnings per share from continuing operations, free cash flow and adjusted return on invested capital are non-GAAP measures. See the Appendix for a reconciliation to GAAP results.

New Executive Management

| | Patrick Decker | Nick Grasberger |
|-------------|---|---|
| Title | President and CEO | SVP and CFO |
| Joined | September 2012 | April 2013 |
| Experience | 25 years operations and finance | 25 years finance and operations |
| Most Recent | Tyco International President, Tyco Flow Control CFO Tyco Engineered Products | Fenner, plc MD Precision Polymers Division |
| Previous | Bristol-Myers Squibb CFO Mead Johnson Nutrition Various Overseas Finance/Op Roles | Armstrong World Industries CEO Building Products CFO Armstrong Holdings |
| | Price Waterhouse | CFO Kennametal |
| | | H.J. Heinz Various financial roles, last as Corporate Treasurer |

CEO's Early Perspective on Harsco

Alignment with Core Principles

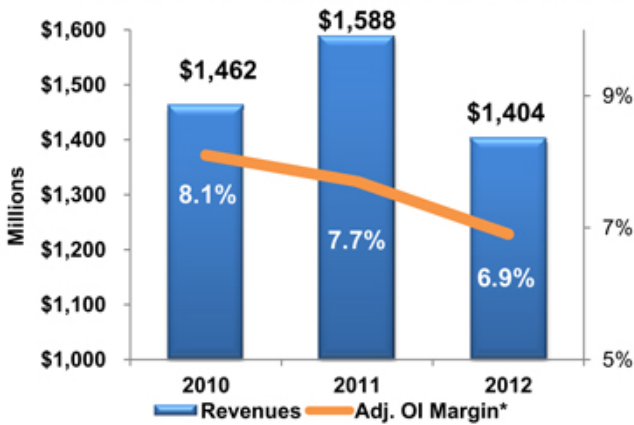
- Customer centricity
- Continuous Improvement (CI)
- Employee engagement
- Innovation
- Value creation

Observations

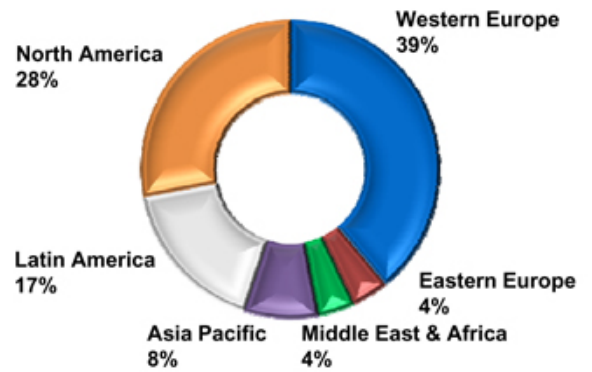
- Criticality of the end markets we serve
- Global breadth and emerging market relevance appealing
- Basic building blocks taking shape for improved returns
- Need stronger focus on CI, cash flow and working capital
- Challenged portfolio—high end market correlation in two capital intensive businesses
- Strong employee engagement

Metals & Minerals at a Glance

Revenues and Adjusted OI Margin*



2012 Revenues by Geography



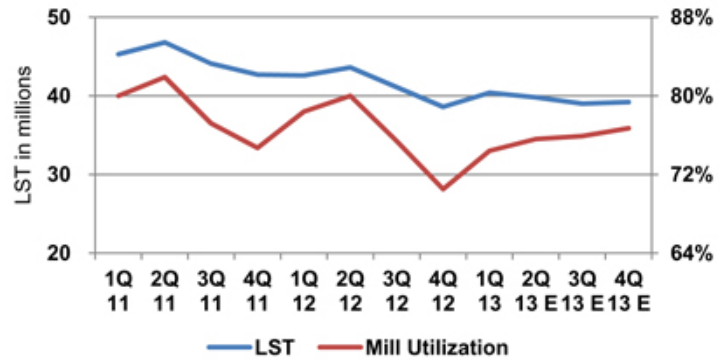
Harsco Profile

- World's largest provider of on-site, outsourced services to the metals industries
- Provide environmental solutions for global metals and resource recovery
- Mineral-based by-products for commercial and industrial uses

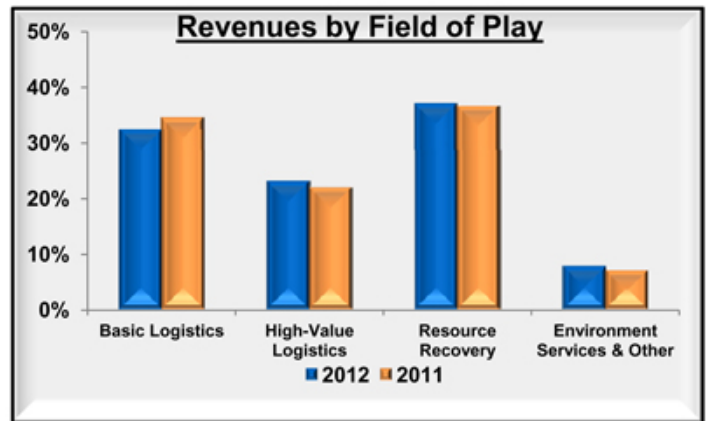
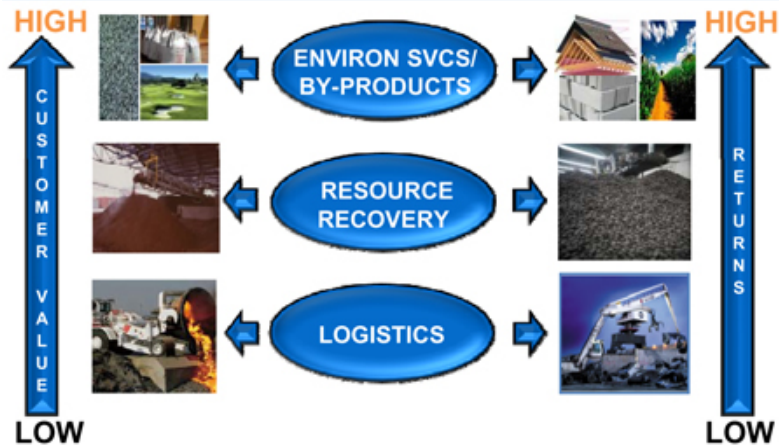
*Adjusted operating margin is a non-GAAP measure. See the Appendix for a reconciliation to GAAP results.

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Market Drivers



Climbing the Value Chain Drives Improved Growth Profile and Returns



| Summary of Major Contract Wins | | | | |
|--------------------------------|--------|------------------------|--------------|-----------------|
| Customer | Market | Primary Field of Play* | Term (Years) | Estimated Value |
| Jindal Group | India | RR | 10+ | \$325 M |
| TISCO | China | RR and Env. | 25 | \$500 M |
| Tangshan | China | RR and Env. | 20 | \$375 M |
| Gerdau (renewal) | Brazil | Confidential | | |

RR: Resource Recovery, Env.: Environmental Services.

*Harsco provides some logistics services, mostly to support the primary field of play.

Metals & Minerals

Strengths

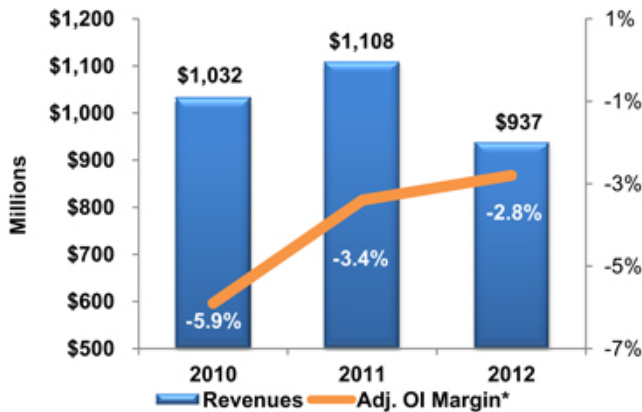
- Leading global market position
- Services critical to sustaining customer operations
- Relationships with top-tier global customers
- Value proposition highly relevant in attractive emerging markets
- Long-term (multi-year) service contracts
- Lower cost structure due to prior restructuring actions
- Contract renewal discipline

Challenges

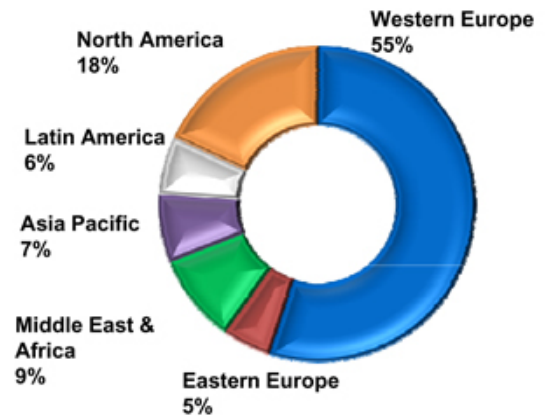
- Global steel industry remains challenged, particularly in developed markets
- Capital intensive business largely dependent on customer production volumes for attractive returns
- Need to
 - continue wins in emerging markets
 - accelerate our CI journey
 - lower capital intensity
 - bring new technologies to market

Infrastructure at a Glance

Revenues and Adjusted OI Margin*



2012 Revenues by Geography



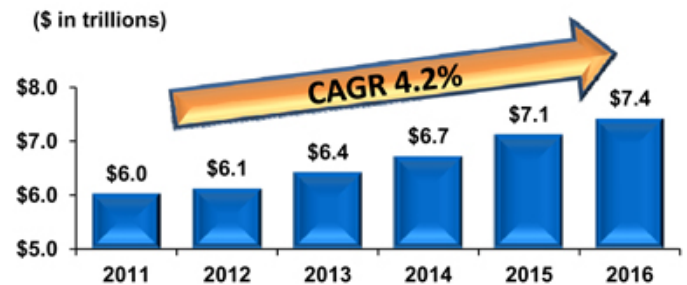
Harsco Profile

- A comprehensive access and forming solutions provider to major infrastructure and construction projects
- Provide suite of plant construction, upgrade and maintenance services to various industrial sectors

*Adjusted operating margin is a non-GAAP measure. See the Appendix for a reconciliation to GAAP results.

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Market Driver: Global Construction Spending



Source: IHS Global Insight, 1Q 2013










Infrastructure Focus Areas

- Global project management to drive top line growth
- More efficient yard management for improved operational efficiency and better customer service
- Common engineering standards to leverage innovation and lower capital intensity



Competitive Landscape

Construction Services

| |  |  |  |  |  |  |  |  |  |
|--------------------------|---|---|---|---|---|--|---|---|---|
| | Services Provided | | | | | | | | |
| Formwork | ✓ | ✓ | ✓ | ✓ | | | | | ✓ |
| Shoring | ✓ | ✓ | ✓ | ✓ | | ✓ | ✓ | | ✓ |
| Non-Mechanical Access | | ✓ | ✓ | ✓ | | ✓ | ✓ | | ✓ |
| Masts & Suspended Access | | | | | | ✓ | | | ✓ |
| Platforms | | | | | | | | ✓ | ✓ |
| Roofing & Shelters | | ✓ | | | | | ✓ | | ✓ |
| Site & Safety | ✓ | ✓ | ✓ | ✓ | | | | | ✓ |
| Training Services | ✓ | ✓ | | ✓ | | ✓ | ✓ | ✓ | ✓ |

Note: All service offerings not in all geographies. Grey shading represents Harsco Infrastructure's key service offering.

Leveraging service and geographic portfolio to capture larger share of customer projects

Infrastructure

Strengths

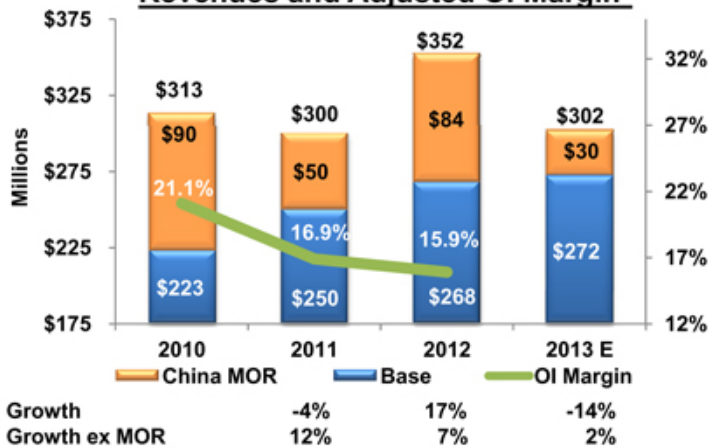
- Reputation for quality and safety
- Breadth of geographic and service profile
- Up-front engineering and design expertise
- Lower cost structure due to prior restructuring actions

Challenges

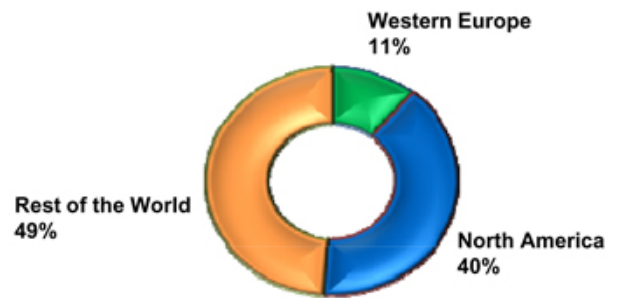
- Commercial construction recovery slower than expected
- Concentration in Europe
- Need to
 - drive top-line growth through larger project wins
 - improve execution capability in attractive markets
 - build CI discipline, particularly in yard management

Rail at a Glance

Revenues and Adjusted OI Margin*



2012 Revenues by Market Destination



Harsco Profile

- A global leader in railway track maintenance equipment, services and solutions

Products and Services

- Provides the industry's broadest range of equipment, parts and contract services for railway track maintenance and new track construction, including rail grinding, track surfacing, and track stabilization
- Customers include private and government-owned railroads and urban mass transit systems worldwide

*Adjusted operating margin is a non-GAAP measure. See the Appendix for a reconciliation to GAAP results.

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Expanding the Global Base



Strengths

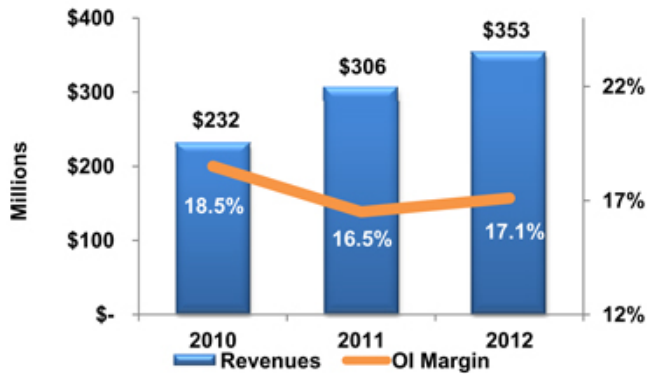
- Well positioned in an attractive end market
- Expanding global presence in high growth markets
- Growing aftermarket service and repair business
- Strong track record of attractive growth and returns
- Early adopters of CI

Challenges

- Completion of large multi-year China order – difficult near-term financial comparisons
- Relatively niche business; assessing growth opportunities in both core and adjacent markets

Industrial at a Glance

Revenues and OI Margin



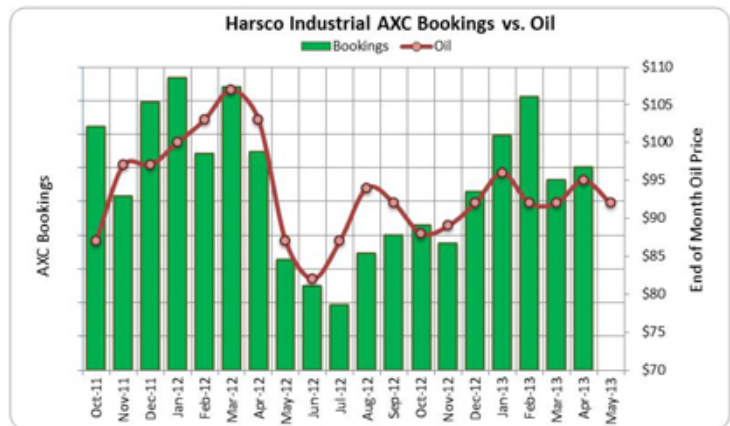
2012 Revenues by Market



Harsco Profile

- A market leader in energy-efficient air-cooled heat exchangers, heat transfer systems, and industrial grating products
- Significant growth potential through globalization of the business

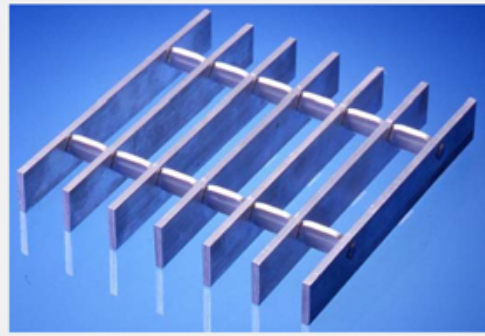
Market Driver



Industrial Products



Air-cooled heat exchangers for natural gas compression and pipeline distribution



Steel grating for industrial and commercial flooring and safety walkways



Energy efficient heat transfer systems for heating and hot water service in large commercial and institutional buildings

Industrial

Strengths

- Well positioned in attractive industries
- Growing aftermarket business
- Strong track record of generating attractive growth and returns
- Early adopters of CI

Challenges

- Three niche businesses; current scale is limited
- Need to
 - expand into overseas energy markets
 - accelerate bringing new product offerings to market
 - assess opportunities to grow core and adjacent markets

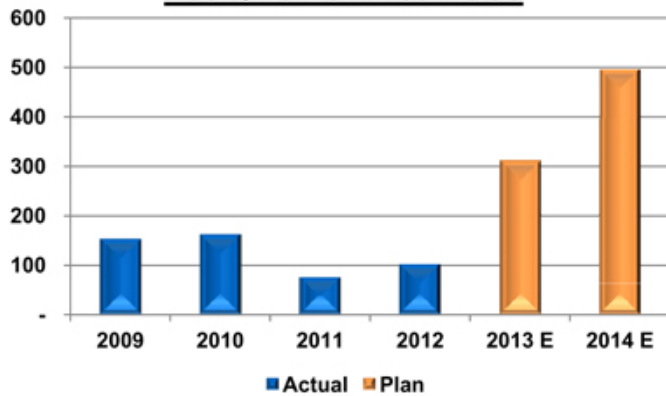
Overall Focus Areas to Improve Returns

- Build a robust CI culture
- Lower the capital intensity of the business
- Grow the businesses via market expansion & innovation
- Upgrade leadership talent and depth
- Improve the portfolio mix

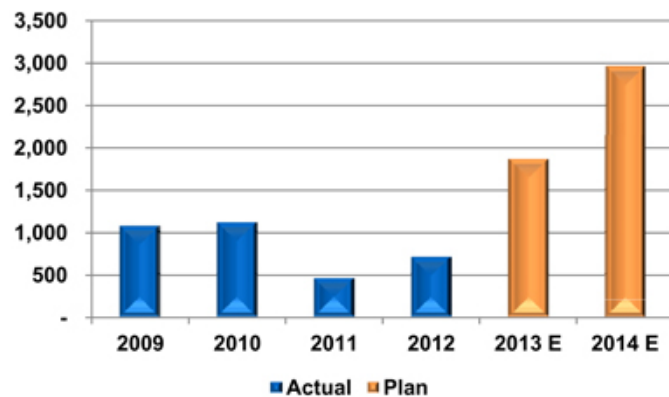
Focus. Align. Execute.

Build Robust CI Culture

Lean/Kaizen Activities



Employees Engaged in CI Events



2012

- Reaffirmed CI as core principle
- Re-launched CI in Infrastructure and M&M
- Expanded CI into all corporate functions
- Launched Lean Six Sigma

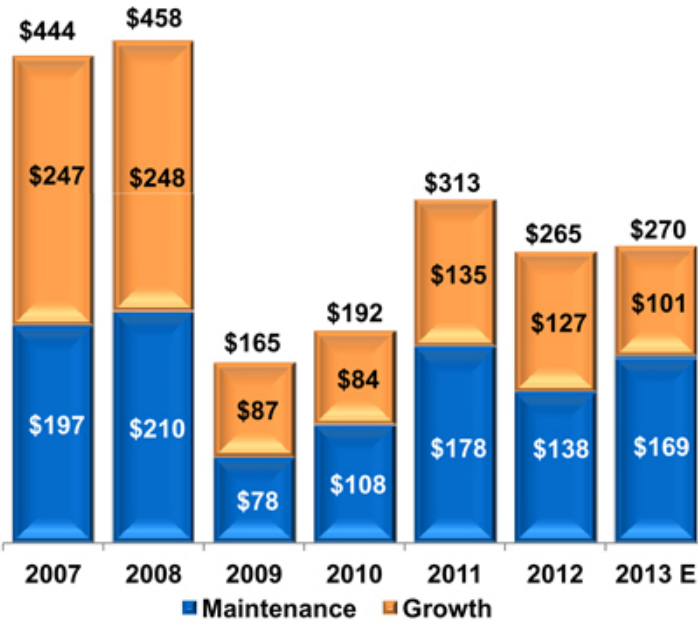
2013

- Staff CI leadership roles
- Advance CI maturity across all businesses
- Expand Green and Black Belt certifications
- Deploy CI to working capital and cash return improvement
- Implement Voice of Customer methods to drive improved service and innovation

Lower the Capital Intensity

Capital Expenditures

(\$ in millions)



- Continue disciplined approval and capital allocation process
- Deploy global asset management in Metals
- Invest to grow Rail and Industrial

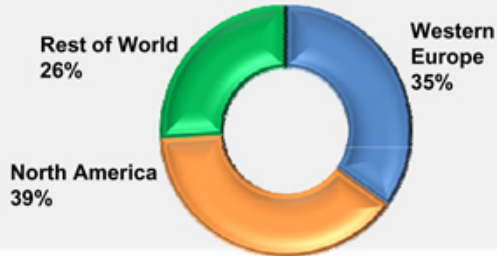
Total Capex as % Total Harsco Revenues

| 2007 | 2008 | 2009 | 2010 | 2011 | 2012 |
|-------|-------|------|------|------|------|
| 12.0% | 11.5% | 5.5% | 6.3% | 9.5% | 8.7% |

Grow Top Line via Market Expansion and Innovation

Market Expansion

2012 Revenues by Geography



- Shift of steel production to emerging markets
- Strong track record of international expansion in Rail
- Infrastructure focus on market share growth
- Expand to serve global energy production growth

Innovation

- Compass telematics in Rail
- New resource recovery and environmental services in Metals
- Platinum forming product in Infrastructure
- Healthy backlog of new product development in Industrial

Portfolio Assessment Attributes

- Long-term attractiveness of the end markets served
- Quality of value proposition for each business
- Degree of competitive strength and differentiation
- Long-term growth and financial return profile
- Execution capability



Key Takeaways

- New executive team focused on improving financial returns of the company
- Early stage deployment of CI
- Shifting service and product mix to higher value offerings
- Expanding presence in key growth markets
- Ongoing assessment of businesses

Opportunity for significant value creation

HARSCO

2013 KeyBanc Capital Markets Industrial,
Automotive and Transportation Conference
May 29, 2013



Appendix

Non-GAAP Reconciliation

Adjusted Diluted Earnings per Share from Continuing Operations (a)

| | Year Ended December 31 | | | | | | |
|--|------------------------|---------|---------|---------|-----------|-----------|--|
| | 2007 | 2008 | 2009 | 2010 | 2011 | 2012 | |
| GAAP diluted EPS from continuing operations | \$ 3.01 | \$ 2.92 | \$ 1.66 | \$ 0.14 | \$ (0.12) | \$ (3.15) | |
| Special items: | | | | | | | |
| - Goodwill impairment charge - Harsco Infrastructure (b) | - | - | - | - | - | 3.29 | |
| - Restructuring charges (c) | - | - | - | 0.77 | 1.05 | 1.06 | |
| - Charges to exit Harsco Metals & Minerals contract (d) | - | - | - | - | - | 0.07 | |
| - Gains associated with exited countries - Harsco Infrastructure (e) | - | - | - | - | - | (0.10) | |
| - Former CEO separation expense (f) | - | - | - | - | - | 0.04 | |
| - Gains on pension curtailment - Harsco Metals & Minerals (g) | - | - | - | - | - | (0.02) | |
| - One-time Harsco Rail benefit (h) | - | - | - | - | (0.07) | - | |
| - Non-cash tax charge (i) | - | - | - | - | 0.45 | - | |
| Adjusted diluted EPS from continuing operations | \$ 3.01 | \$ 2.92 | \$ 1.66 | \$ 0.91 | \$ 1.31 | \$ 1.19 | |

(a) The Company's management believes diluted earnings (loss) per share from continuing operations excluding special items, a non-GAAP financial measure, is meaningful to investors because it provides an overall understanding of the Company's historical and future prospects. Exclusion of special items permits evaluation and comparison of results for the Company's core business operations, and it is on this basis that management internally assesses the Company's performance. This measure should be considered in addition to, rather than as a substitute for, other information provided in accordance with GAAP.

(b) Non-cash goodwill impairment charge in Harsco Infrastructure (\$265.0 million pre-tax).

(c) Charges resulting from the Company's previously announced Fourth Quarter 2010 Harsco Infrastructure and 2011/2012 Restructuring Programs (Harsco Infrastructure 2010 \$84.4 million pre-tax, 2011 \$87.6 million pre-tax, 2012 \$88.6 million pre-tax; Harsco Metals & Minerals 2011 \$12.8 million pre-tax, 2012 \$5.5 million pre-tax).

(d) Charges as a result of exiting an underperforming contract in Harsco Metals & Minerals (\$7.6 million pre-tax).

(e) Non-cash gains related to the closure of operations in certain countries in Harsco Infrastructure.

(f) Separation expense for former CEO (\$4.1 million pre-tax).

(g) Pension curtailment gains in Harsco Metals & Minerals (\$1.7 million pre-tax).

(h) Reduction of estimated costs related to the first phase of Harsco Rail's large China order (\$8.0 million pre-tax).

(i) Non-cash tax charge against U.K. deferred tax assets (\$36.8 million after-tax).

Non-GAAP Reconciliation

Free Cash Flow (a)

| (\$ in millions) | Year Ended December 31 | | | | | |
|--|------------------------|---------------|---------------|---------------|--------------|--------------|
| | 2007 | 2008 | 2009 | 2010 | 2011 | 2012 |
| Net cash provided by operating activities | \$ 472 | \$ 574 | \$ 434 | \$ 401 | \$ 299 | \$ 199 |
| Plus cash payments for restructuring charges | - | - | - | 11 | 23 | 81 |
| Less maintenance capital expenditures (b) | (197) | (210) | (78) | (108) | (178) | (138) |
| Less growth capital expenditures (c) | (247) | (248) | (87) | (84) | (135) | (127) |
| Plus capital expenditures for strategic ventures (d) | - | - | - | - | 1 | 13 |
| Plus proceeds from sales of assets (e) | 17 | 26 | 23 | 22 | 17 | 32 |
| Free Cash Flow | \$ 45 | \$ 142 | \$ 292 | \$ 242 | \$ 27 | \$ 60 |

- (a) The Company's management believes that free cash flow, a non-GAAP financial measure, is meaningful to investors because management reviews cash flows generated from operations less capital expenditures net of asset sales proceeds. It is important to note that free cash flow does not represent the total residual cash flow available for discretionary expenditures since other non-discretionary expenditures, such as mandatory debt service requirements, are not deducted from the measure. This measure should be considered in addition to, rather than as a substitute for, other information provided in accordance with GAAP.
- (b) Maintenance capital expenditures are necessary to sustain the Company's current revenue streams and include contract renewals.
- (c) Growth capital expenditures, for which management has discretion as to amount, timing and geographic placement, expand the Company's revenue base and create additional future cash flow.
- (d) Capital expenditures for strategic ventures represent the partner's share of capital expenditures in certain ventures consolidated in the Company's financial statements.
- (e) Asset sales are a normal part of the business model, primarily for the Harsco Infrastructure and Harsco Metals & Minerals Segments. Amounts for 2011 and 2012 exclude proceeds received from assets sold under restructuring programs. Amounts for 2007 and 2009 exclude amounts related to the sale of the Company's former Gas Technologies business group.

Non-GAAP Reconciliation

Adjusted Return on Invested Capital (a)

| (in thousands) | Year Ended December 31 | | | | | |
|---|------------------------|--------------|--------------|--------------|--------------|--------------|
| | 2007 | 2008 | 2009 | 2010 | 2011 | 2012 |
| Net income (loss), as reported | \$ 299,492 | \$ 240,945 | \$ 118,777 | \$ 6,754 | \$ (11,510) | \$ (254,612) |
| Special items: | | | | | | |
| - Goodwill impairment charge - Harsco Infrastructure | - | - | - | - | - | 265,038 |
| - Restructuring charges (b) | - | - | - | 84,440 | 100,780 | 94,498 |
| - Charges to exit Harsco Metals & Minerals contract (c) | - | - | - | - | - | 7,645 |
| - Gains associated with exited countries (d) | - | - | - | - | - | (10,906) |
| - Former CEO separation expense | - | - | - | - | - | 4,125 |
| - Gains on pension curtailment | - | - | - | - | - | (1,716) |
| - One-time Harsco Rail benefit (e) | - | - | - | - | (7,966) | - |
| - Taxes on above special items | - | - | - | (21,806) | (14,171) | (9,070) |
| - Non-cash tax charge (f) | - | - | - | - | 36,833 | - |
| Adjusted net income | 299,492 | 240,945 | 118,777 | 69,388 | 103,966 | 95,002 |
| Plus net (income) loss from discontinued operations | (44,377) | 4,678 | 15,061 | 4,131 | 2,063 | 919 |
| Plus interest expense | 81,383 | 73,160 | 62,746 | 60,623 | 48,735 | 47,381 |
| Less taxes on interest expense | (24,985) | (19,534) | (7,278) | (15,096) | (9,844) | (14,972) |
| Adjusted operating profit after taxes | \$ 311,513 | \$ 299,249 | \$ 189,306 | \$ 119,046 | \$ 144,920 | \$ 128,330 |
| Average equity | \$1,351,344 | \$ 1,682,281 | \$ 1,470,479 | \$ 1,491,121 | \$ 1,493,200 | \$ 1,167,124 |
| Effect of special items, net of tax | - | - | - | 6,974 | 69,278 | 244,986 |
| Adjusted average equity | 1,351,344 | 1,682,281 | 1,470,479 | 1,498,095 | 1,562,478 | 1,412,110 |
| Plus average total debt | 1,280,736 | 1,144,420 | 1,015,915 | 996,803 | 935,542 | 971,406 |
| Adjusted average capital | \$2,632,080 | \$ 2,826,701 | \$ 2,486,394 | \$ 2,494,898 | \$ 2,498,020 | \$ 2,383,516 |
| Adjusted return on invested capital | 11.8% | 10.6% | 7.6% | 4.8% | 5.8% | 5.4% |

(a) The Company's management believes return on invested capital excluding special items, a non-GAAP financial measure, is meaningful to investors in evaluating the efficiency and effectiveness of the Company's long-term capital investments. Exclusion of special items permits evaluation and comparison of results for the Company's core business operations, and it is on this basis that management internally assesses the Company's performance. This measure should be considered in addition to, rather than as a substitute for, other information provided in accordance with GAAP. The most common comparable GAAP measure is Return on Average Common Stockholders' Equity.

(b) Charges resulting from the Company's previously announced Fourth Quarter 2010 Harsco Infrastructure and 2011/2012 Restructuring Programs.

(c) Charges as a result of exiting an underperforming contract in Harsco Metals & Minerals.

(d) Non-cash gains related to the closure of operations in certain countries in Harsco Infrastructure.

(e) Reduction of estimated costs related to the first phase of Harsco Rail's large China order.

(f) Non-cash tax charge against U.K. deferred tax assets.

Non-GAAP Reconciliation

Adjusted Operating Income Margin (a)

| (\$ in thousands) | Year Ended December 31 | | |
|---|------------------------|--------------|--------------|
| | 2010 | 2011 | 2012 |
| Harsco Metals & Minerals | | | |
| Operating income, as reported | \$ 117,915 | \$ 109,593 | \$ 85,523 |
| Special items: | | | |
| - Restructuring charges (b) | - | 12,775 | 5,473 |
| - Charges to exit Harsco Metals & Minerals contract (c) | - | - | 7,645 |
| - Gains on pension curtailment | - | - | (1,716) |
| Operating income excluding special items | \$ 117,915 | \$ 122,368 | \$ 96,925 |
| Revenues, as reported | \$ 1,461,531 | \$ 1,588,302 | \$ 1,404,103 |
| Operating margin excluding special items - % | 8.1% | 7.7% | 6.9% |
| Harsco Infrastructure | | | |
| Operating income (loss), as reported | \$ (145,346) | \$ (125,555) | \$ (368,657) |
| Special items: | | | |
| - Goodwill impairment charge | - | - | 265,038 |
| - Restructuring charges (b) | 84,440 | 87,604 | 88,587 |
| - Gains associated with exited countries (d) | - | - | (10,906) |
| Operating income (loss) excluding special items | \$ (60,906) | \$ (37,951) | \$ (25,938) |
| Revenues, as reported | \$ 1,031,807 | \$ 1,108,293 | \$ 937,293 |
| Operating margin excluding special items - % | -5.9% | -3.4% | -2.8% |
| Harsco Rail | | | |
| Operating income, as reported | \$ 66,124 | \$ 58,746 | \$ 56,079 |
| Special items: | | | |
| - Restructuring charges (b) | - | 50 | 67 |
| - One-time Harsco Rail benefit (e) | - | (7,966) | - |
| Operating income excluding special items | \$ 66,124 | \$ 50,830 | \$ 56,146 |
| Revenues, as reported | \$ 313,262 | \$ 300,029 | \$ 352,036 |
| Operating margin excluding special items - % | 21.1% | 16.9% | 15.9% |

- (a) The Company's management believes operating income (loss) and operating margin excluding special items, which are non-GAAP financial measures, are meaningful to investors because they provide an overall understanding of the Company's historical and future prospects. Exclusion of special items permits evaluation and comparison of results for the Company's core business operations, and it is on this basis that management internally assesses the Company's performance. This measure should be considered in addition to, rather than as a substitute for, other information provided in accordance with GAAP.
- (b) Charges resulting from the Company's previously announced Fourth Quarter 2010 Harsco Infrastructure and 2011/2012 Restructuring Programs.
- (c) Charges as a result of exiting an underperforming contract in Harsco Metals & Minerals.
- (d) Non-cash gains related to the closure of operations in certain countries in Harsco Infrastructure.
- (e) Reduction of estimated costs related to the first phase of Harsco Rail's large China order.