

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>  <b>Benice Samuel C.</b>  </u>  _____ (Last)                      (First)                      (Middle) <u>  <b>350 POPLAR CHURCH ROAD</b>  </u>  _____ (Street) <u>  <b>CAMP HILL    PA                      17011</b>  </u>  _____ (City)                      (State)                      (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>  <b>HARSCO CORP [ HSC ]</b>  </u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director                      10% Owner <input checked="" type="checkbox"/> Officer (give title below)                      Other (specify below) <u>  <b>VP &amp; Corporate Controller</b>  </u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>  <b>05/08/2018</b>  </u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> 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	05/08/2018		M		1,231	A	\$0	4,741	D	
Common Stock	05/08/2018		F		462	D	\$22	4,279	D	
Common Stock								554	I	by Managed Account

**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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(1)	05/08/2018		M			1,231	(2)	(2)	Common Stock	1,231	\$0	5,484	D	

**Explanation of Responses:**

1. Restricted Stock Units convert into common stock on a one-for-one basis.
2. On May 8, 2015 the reporting person was granted 1,231 restricted stock units which "cliff" vested on the third anniversary of the grant date.

**Remarks:**

  **/s/ Samuel C. Fenice**                          **05/10/2018**  

\*\* Signature of Reporting Person                      Date

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

\* 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).

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

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 Number.