

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 | |
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|---|---|---|
| 1. Name and Address of Reporting Person* <u>BUTLER GEFREY D H</u> (Last) (First) (Middle) <u>P.O. BOX 8888</u> (Street) <u>CAMP HILL PA 17001-8888</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>HARSCO CORP [HSC]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">President</p> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>01/22/2009</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 01/22/2009 | | M | | 5,333.33 | A | \$26.155 | 16,379.33 | D | |
| Common Stock, \$1.25 par value | 01/22/2009 | | F | | 2,187.33 | D | \$26.155 | 14,192 | D | |
| Restricted Stock Units | 01/22/2009 | | M | | 5,333.33 | D | \$26.155 | 10,666.67 | D | |

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 | | | | | |
| Stock Option (Right to Buy) ⁽¹⁾ | \$14.5 ⁽¹⁾ | | | | | | | (1) | 01/23/2010 ⁽¹⁾ | Common Stock, \$1.25 par value | (1) | 20,000 | D | |
| Stock Option (Right to Buy) ⁽¹⁾ | \$12.815 ⁽¹⁾ | | | | | | | (1) | 01/21/2011 ⁽¹⁾ | Common Stock, \$1.25 par value | (1) | 20,000 | D | |
| Stock Option (Right to Buy) ⁽¹⁾ | \$16.325 ⁽¹⁾ | | | | | | | (1) | 01/20/2012 ⁽¹⁾ | Common Stock, \$1.25 par value | (1) | 48,000 | D | |
| Restricted Stock Units-EICP ⁽²⁾ | (2) | | | | | | | (2) | 01/24/2009 ⁽²⁾ | Common Stock, \$1.25 par value | (2) | 10,000 | D | |
| Restricted Stock Units - EICP ⁽³⁾ | (3) | | | | | | | (3) | 01/23/2010 ⁽³⁾ | Common Stock, \$1.25 par value | (3) | 10,666.67 | D | |

Explanation of Responses:

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

Remarks:

Mark E. Kimmel, Attorney-in-Fact 01/26/2009

** 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.