FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Vashington,	DC	20549
vasilligion,	D.C.	20343

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burden										
hours per response.	0.5									

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

1. Name and Address of Reporting Person*  Jacoby Scott W														Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director     10% Owner					
(Last) (First) (Middle) 350 POPLAR CHURCH ROAD						3. Date 01/27		arliest Trans	saction (N	Month	/Day/Year)	X	Officer (g below)	Other (sp below) Group					
(Street) CAMP HILL PA 17011					4. If Ar	nendi	ment, Date	of Origina	al File	d (Month/Day/\		6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person							
(City) (State) (Zip)				Form filed by More than One											іе керопіп	g r eisoii			
Table I - Non-Deriv  1. Title of Security (Instr. 3)  2. Transact Date (Month/Day				nsactio	tion 2A. Dee Executi		eemed ution Date,	Transaction Disposed Of (		f, or Beneficially C Acquired (A) or (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
						(,		Code	v	Amount	(A) or (D)	Price	Reported Transactio (Instr. 3 an	n(s)			nstr. 4)		
Common	Stock, \$1.2	25 par value <sup>(1)</sup>		01/2	7/201	<b>1</b> <sup>(1)</sup>		(1)	M <sup>(1)</sup>		666.67(1)	A	\$32.895(1)	3,493.67(1)		7 <sup>(1)</sup> D			
Common Stock, \$1.25 par value <sup>(2)</sup>													3,276.426		I		y Ianaged .ccount <sup>(2)</sup>		
			Table I								posed of, o			wned			,		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day)	Date, Trans Code		e (Instr.		Derivative		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. Numbe derivative Securities Beneficia Owned Following Reported	e C s F ally C	LO. Dwnership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
						v	(A)	(D)	Date Exercisa	ıble	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)				
Restricted Stock Units <sup>(1)</sup>	(1)	01/27/2011 <sup>(1)</sup>	(1)		M <sup>(1)</sup>			666.67 <sup>(1)</sup>	(1)		(1)	Common Stock, \$1.25 par value <sup>(1)</sup>	666.67(1)	(1)	666.66 <sup>(1)</sup>		D		
Incentive Stock Option (right to buy) <sup>(3)</sup>	\$16.325 <sup>(3)</sup>								01/21/20	04 <sup>(3)</sup>	01/20/2012 <sup>(3)</sup>	Common Stock, \$1.25 par value <sup>(3)</sup>	4,000		4,000	4,000			
Incentive Stock Option (right to buy) <sup>(3)</sup>	\$31.75 <sup>(3)</sup>								01/25/20	14 <sup>(3)</sup>	01/24/2018 <sup>(3)</sup>	Common Stock, \$1.25 par value <sup>(3)</sup>	3,149		3,149	9	D		
Non- Qualified Stock Option (right to	\$31.75 <sup>(3)</sup>								01/25/20	14 <sup>(3)</sup>	01/24/2018 <sup>(3)</sup>	Common Stock, \$1.25 par value <sup>(3)</sup>	31,851		31,85	51	D		

## **Explanation of Responses:**

- 1. Represents restricted stock units granted in 2009 under the 1995 Executive Incentive Compensation Plan. Grant has three year pro-rata vesting. No dividends are paid on the units until the RSUs vest.
- 2. Includes 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, 2010.
- 3. Stock option granted pursuant to Harsco Corporation 1995 Executive Incentive Compensation Plan in a tranaction exempt under Rule 16b-3.

Scott W. Jacoby 01/31/2011

\*\* 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.