## SEC Form 4

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

	Iress of Reporting I		2. Issuer Name and HARSCO CO	d Ticker or Trading S	ymbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
KNUEPPE	L HENRY W	_				X	Director	10%	Owner		
(Last) 350 POPLAR	(First) CHURCH ROA	(Middle)	3. Date of Earliest 08/16/2010	Transaction (Month/I	ay/Year)		Officer (give title below)	Other below	r (specify /)		
,			4. If Amendment, D	Date of Original Filed	(Month/Day/Year)		idual or Joint/Group	Filing (Check A	pplicable		
(Street) CAMP HILL	РА	17011				Line)	Form filed by One Form filed by Mor Person				
(City)	(State)	(Zip)					Feison				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
				- /				. Our matrix	-		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Da if any (Month/Day/Y		ution Date, Transaction		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock, \$1.25 par value								1,000	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. Transa Code ( 8)		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. Number of derivative Securities Beneficially Owned Following Reported	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	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units <sup>(1)</sup>	(1)	08/16/2010 <sup>(1)</sup>	(1)	A <sup>(1)</sup>		18.854 <sup>(1)</sup>		(1)	(1)	Common Stock, \$1.25 par value <sup>(1)</sup>	18.854 <sup>(1)</sup>	(1)	4,033.908 <sup>(1)</sup>	D	

Explanation of Responses:

1. Represents restricted stock units granted under the 1995 Non-Employee Directors' Stock Plan. Each restricted stock unit has a one-year vesting period and will be settled promptly following termination of the individual's service as a Director of the Company. Includes reinvested dividends.

By: Mark E. Kimmel, Attorneyin Fact Fort Harry W. Kruspiel 08/18/2010

<u>in-Fact For: Henry W. Knueppel</u>

\*\* 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.