
**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): August 14, 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))
-
-

Item 7.01. Regulation FD Disclosure.

Harsco Corporation (the "**Company**") has prepared a presentation for the Jefferies 2013 Global Industrials 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	Jefferies 2013 Global Industrials 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: August 14, 2013

By: /s/ A. Verona Dorch

Name: A. Verona Dorch

Title: Vice President and General Counsel

EXHIBIT INDEX

Exhibit Number

Description

99.1 Jefferies 2013 Global Industrials Conference Presentation

HARSCO

Jefferies 2013 Global Industrials Conference

August 14, 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 general market conditions; 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; the Company's ability to successfully implement its strategic initiatives and portfolio optimization; 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

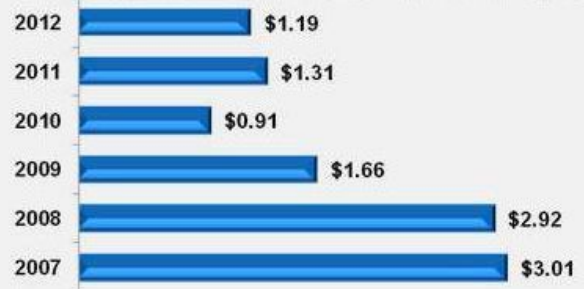
Multi-industry exposure through four market-leading segments

Historical Harsco Performance

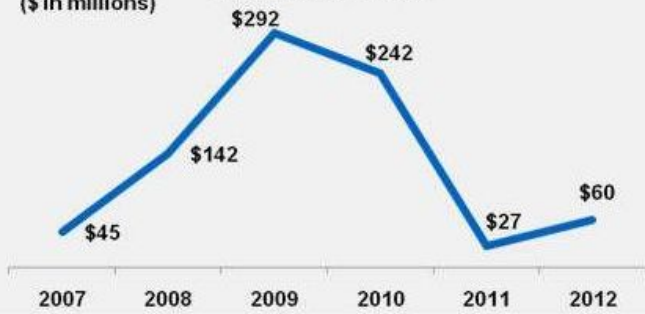
(\$ in billions) **Revenues and Market Cap**



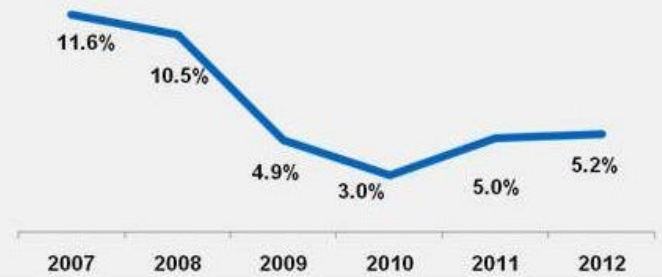
Adjusted Diluted EPS* (Continuing Operations)



(\$ 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 Perspective

- 2Q 2013 EPS of \$0.30 in guidance range
- Dissatisfaction with
 - Cash flow performance in 1H 2013
 - Near-term outlook
 - Metals & Minerals (M&M) performance in 2Q 2013
 - Pace of progress to improve results
- End markets are very challenging
- Need for better execution

Improvement Actions

Operational Process

- Implement a structured and disciplined approach to simplify and streamline processes
- Reduce number of initiatives
- Focus on customer needs
- Extend CI adoption
- Start with M&M; Other businesses in 2013/2014
- Return to basics; Bottom-up approach
- Enhance competitive position

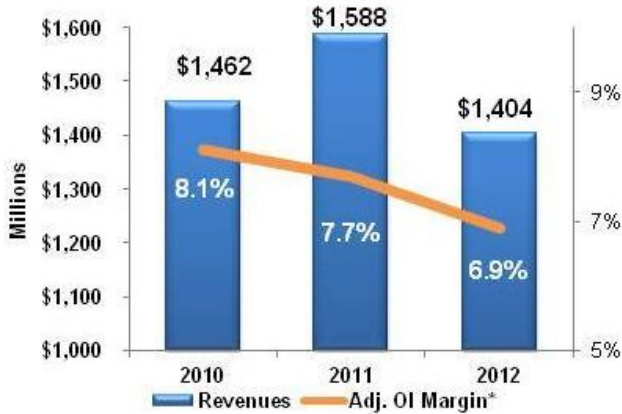
Portfolio Optimization

- Challenged portfolio
- Go-forward portfolio profile
 - Sustainable competitive advantage
 - Position for long-term growth
 - Deliver strong free cash flow through business cycles
 - Have attractive ROIC profiles
 - Reduce Company's exposure over time to highly cyclical and correlated end markets

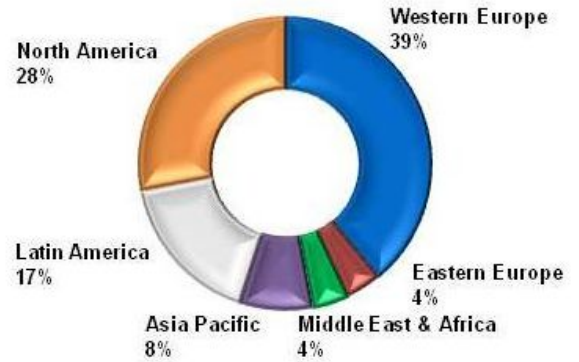
**Complementary actions
expected to lead to stronger execution and results**

Metals & Minerals at a Glance

Revenues and Adjusted OI Margin*



2012 Revenues by Geography



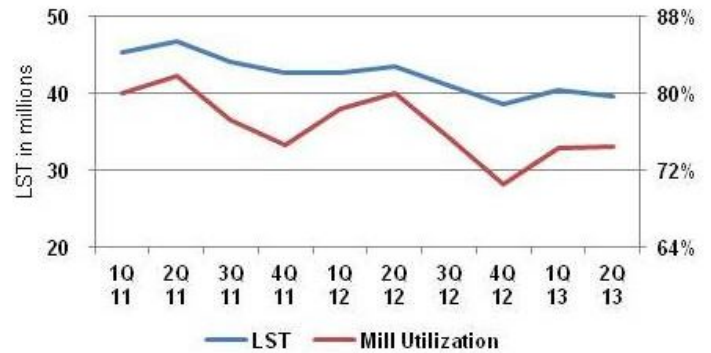
Harsco Profile

- 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

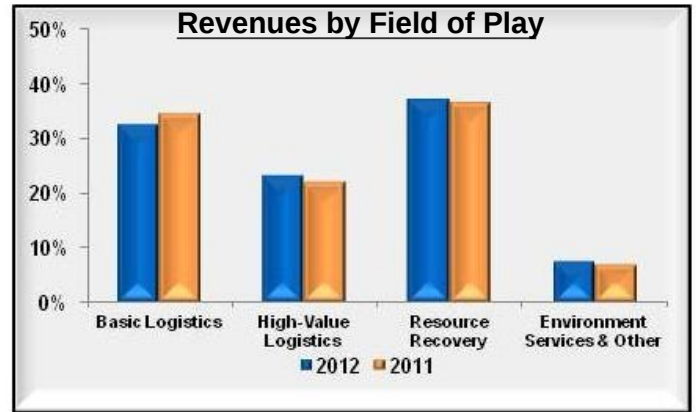
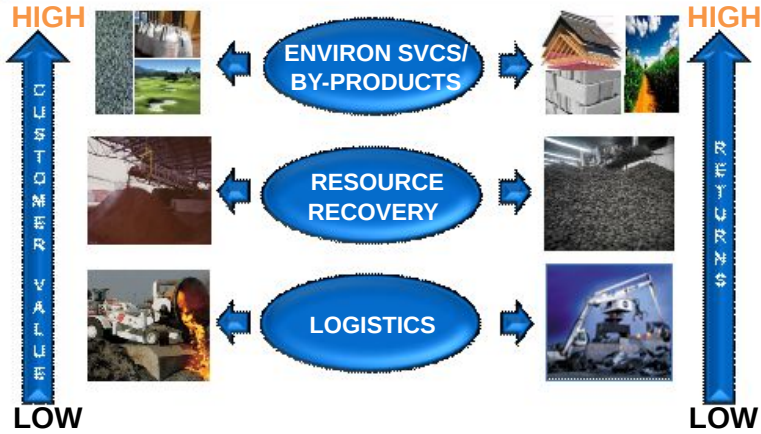
*Adjusted operating margin is a non-GAAP measure. See the Appendix for a reconciliation to GAAP results.

© 2013 Harsco Corporation, All Rights Reserved.

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
Essar	India	RR	15	\$160M
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

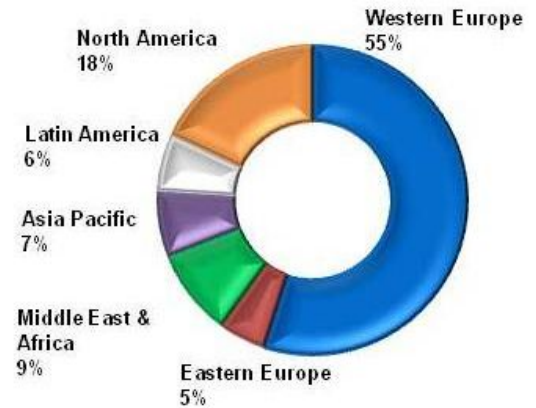
- Global steel industry remains challenged, particularly in developed markets
- Capital intensive business largely dependent on customer production volumes for attractive returns
- Need to
 - continue wins in emerging markets
 - accelerate our CI journey
 - lower capital intensity
 - bring new technologies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

© 2013 Harsco Corporation, All Rights Reserved.

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

				 		 <small>With access to the Scaff System</small>		
	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

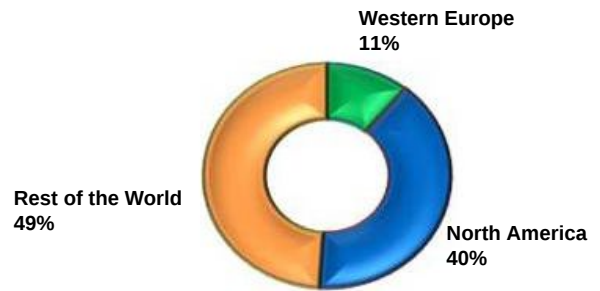
- Commercial construction recovery slower than expected
- Concentration in Europe
- Need to
 - drive top-line growth through larger project wins
 - improve execution capability in attractive markets
 - build CI discipline, particularly in yard management

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

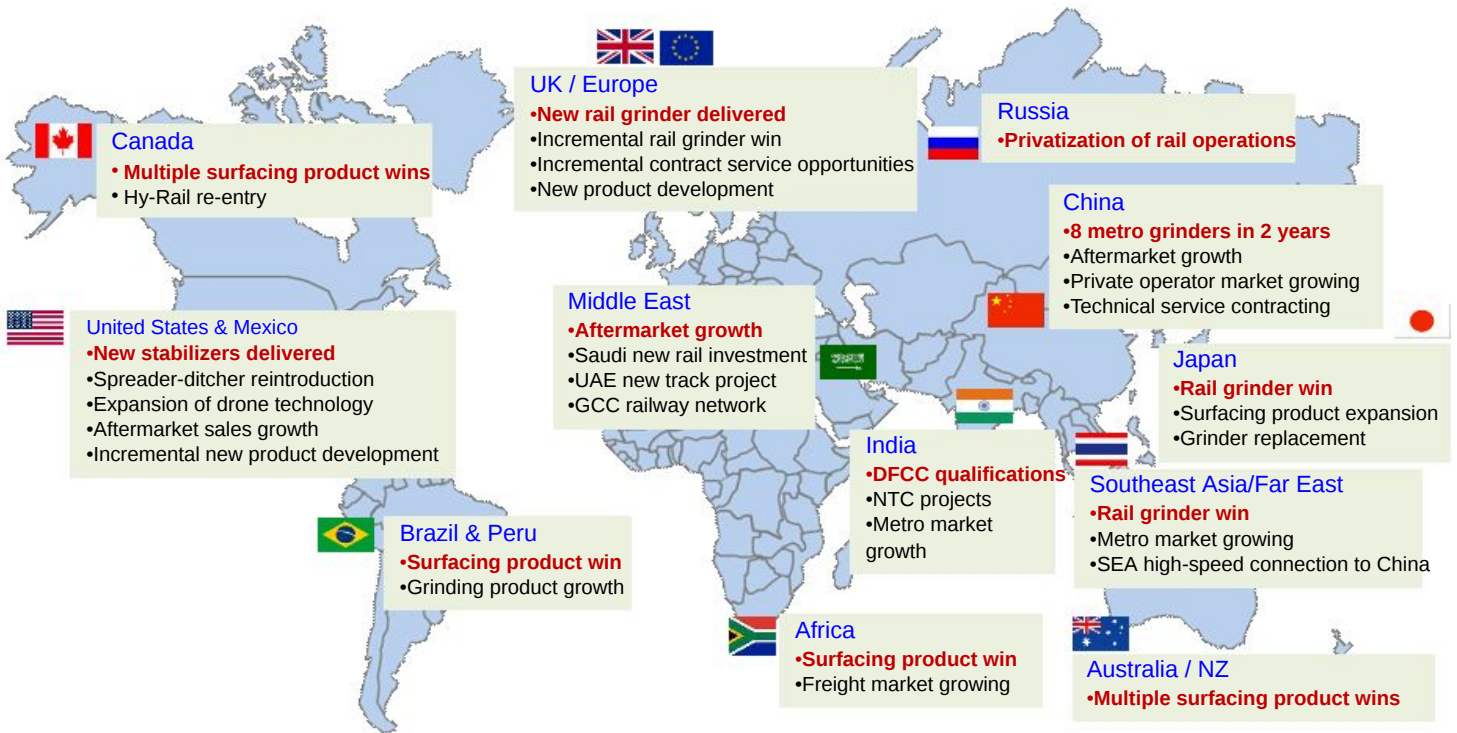
- Provides the industry's broadest range of equipment, parts and contract services for railway track maintenance and new track construction, including rail grinding, track surfacing, and track stabilization
- Customers include private and government-owned railroads and urban mass transit systems worldwide

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

© 2013 Harsco Corporation, All Rights Reserved.



Expanding the Global Base



Rail

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

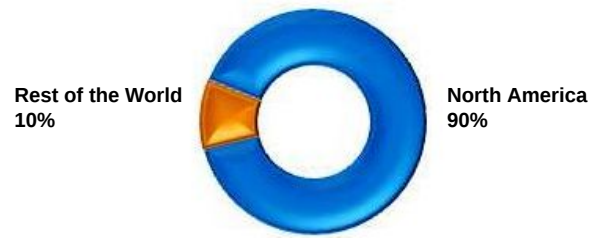
- Completion of large multi-year China order – difficult near-term financial comparisons
- Relatively niche business; assessing growth opportunities in both core and adjacent markets

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

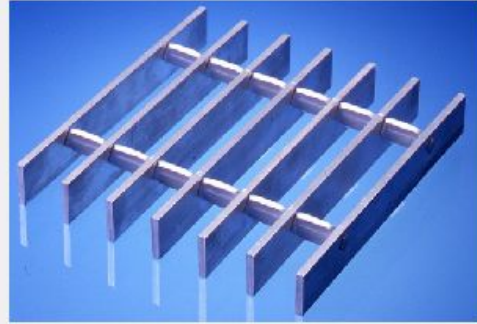
Market Driver



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

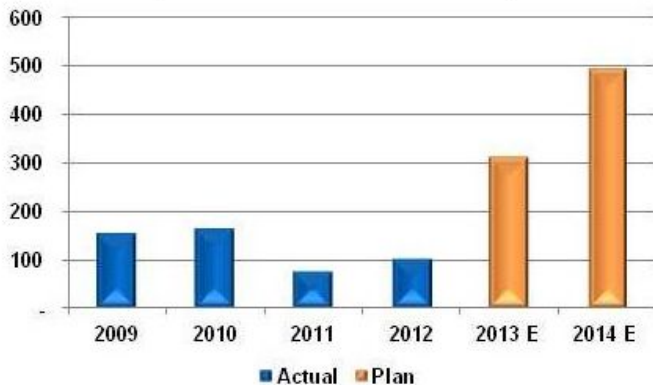
Overall Focus Areas to Improve Returns

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

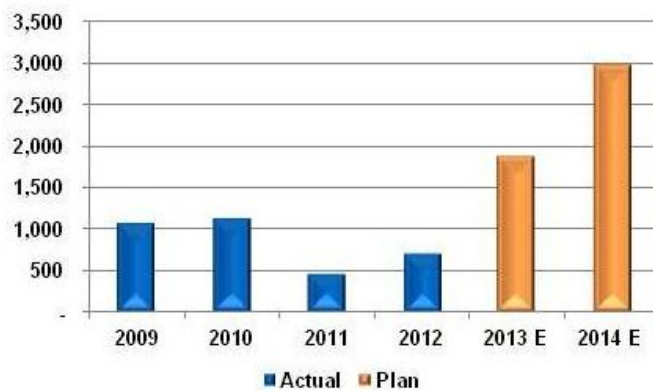
Focus. Align. Execute.

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

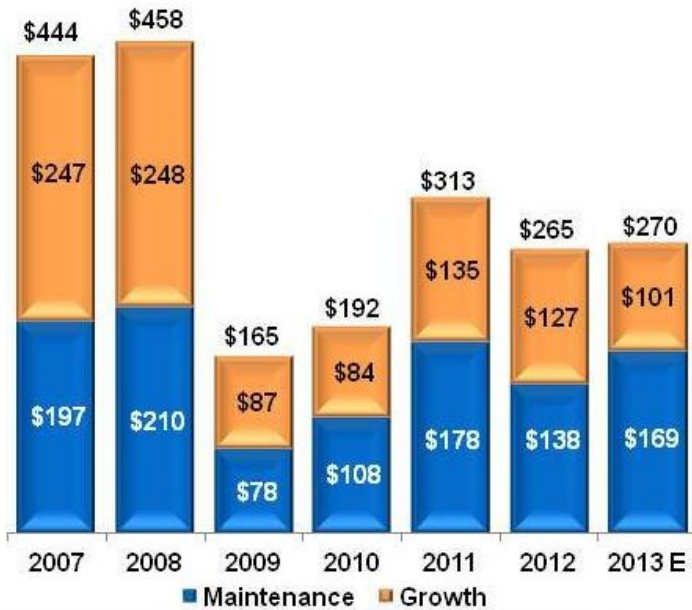
2013

- 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)



Total Capex as % Total Harsco Revenues

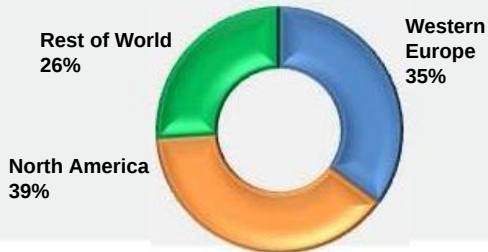
2007	2008	2009	2010	2011	2012
12.0%	11.5%	5.5%	6.3%	9.5%	8.7%

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

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
- Taking actions to
 - Simplify operational processes
 - Optimize the portfolio

Opportunity for significant value creation

HARSCO

Jefferies 2013 Global Industrials Conference
August 14, 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
Total equity	\$ 1,566,119	\$ 1,413,676	\$ 1,509,834	\$ 1,468,145	\$ 1,219,918	\$ 861,624
Plus long-term debt	1,012,087	891,817	901,734	849,724	853,800	957,428
Total capital	\$ 2,578,206	\$ 2,305,493	\$ 2,411,568	\$ 2,317,869	\$ 2,073,718	\$ 1,819,052
Adjusted return on invested capital	11.6%	10.5%	4.9%	3.0%	5.0%	5.2%

(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.

(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.