SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

1. Name and Add <u>KIMMEL N</u>		2. Date of Ev Requiring Sta (Month/Day/Y 01/01/2010	itement 'ear)	3. Issuer Name and Ticker or Trading Symbol <u>HARSCO CORP</u> [HSC]							
(Last) (First) (Middle) 350 POPLAR CHURCH ROAD					4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			(M	5. If Amendment, Date of Original Filed (Month/Day/Year)		
					x	Officer (give title below)	Other (spec below)		ndividual or Joint/ plicable Line)	Group Filing (Check	
(Street) CAMP HILL PA 17011						Sr. V.P., Gen. Counse	el & CSec.		Form filed by	One Reporting Person More than One	
(City)	(State)	(Zip)							Reporting Pe	rson	
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)						nt of Securities ally Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock, \$1.25 par value						19,007.895 ⁽¹⁾	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securiti Underlying Derivative Security			4. Conversio or Exercis	e Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title		Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Incentive Stock Option (right to buy) ⁽²⁾		01/21/2004 ⁽²⁾	01/20/2012 ⁽²⁾	Comn	non Stock, \$1.25 par value ⁽²⁾	4,000 ⁽²⁾	16.325 ⁽²) D			
Restricted Stock Units ⁽³⁾		01/23/2008 ⁽³⁾	01/23/2010 ⁽³⁾	Comn	non Stock, \$1.25 par value ⁽³⁾	3,333.3 4 ⁽³⁾	(3)	D			
Restricted Stock Units ⁽³⁾		01/27/2010 ⁽³⁾	01/27/2012 ⁽³⁾	Comn	non Stock, \$1.25 par value ⁽³⁾	10,000 ⁽³⁾	(3)	D			

Explanation of Responses:

1. Includes 3,333.34 restricted stock units granted on January 22, 2008 under the 1995 Executive Incentive Compensation Plan. Grant has three year pro-rata vesting. No dividends are paid on the units until they vest. Also includes 2,156.2250 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, 2009.

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

3. Represents taxes withheld in consideration of taxes on restricted stock units granted in 2008 under the 1995 Executive Incentive Compensation Plan that vested on January 22, 2011. Grant had three year pro-rata vesting. No dividends are paid on the units until the RSUs vest.

Mark E. Kimmel 01/25/2011 ** 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 5 (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.