



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)				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 (4) Exercisable	Expiration Date (4)						
Stock Option (Right to Buy) <sup>(4)</sup>	\$29.47 <sup>(4)</sup>								01/22/2006 <sup>(4)</sup>	Common Stock, \$1.25 par value		30,000	D		
Stock Option (Right to Buy) <sup>(4)</sup>	\$34.28 <sup>(4)</sup>							(4)	01/26/2007 <sup>(4)</sup>	Common Stock, \$1.25 par value	(4)	50,000	D		
Stock Option (Right to Buy) <sup>(4)</sup>	\$37.81 <sup>(4)</sup>							(4)	01/25/2008 <sup>(4)</sup>	Common Stock, \$1.25 par value <sup>(4)</sup>	(4)	40,000	D		
Stock Option (Right to Buy) <sup>(5)</sup>	\$26.66 <sup>(4)</sup>	12/01/2004 <sup>(4)</sup>		M			42,500	01/25/2000 <sup>(4)</sup>	01/24/2009 <sup>(4)</sup>	Common Stock, \$1.25 par value	42,500 <sup>(4)</sup>	\$26.66 <sup>(4)</sup>	0.0000	D	
Stock Option (Right to Buy) <sup>(4)</sup>	\$29 <sup>(4)</sup>							(4)	01/23/2010 <sup>(4)</sup>	Common Stock, \$1.25 par value	(4)	50,000	D		
Stock Option (Right to Buy) <sup>(4)</sup>	\$25.63 <sup>(4)</sup>							(4)	01/21/2011 <sup>(4)</sup>	Common Stock, \$1.25 par value	(4)	125,000	D		
Stock Option (Right to Buy) <sup>(4)</sup>	\$32.65 <sup>(4)</sup>							(4)	01/20/2012 <sup>(4)</sup>	Common Stock, \$1.25 par value	(4)	100,000	D		

**Explanation of Responses:**

1. This represents SEC Form 4 filing one of two.
2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 24, 2004.
3. These shares were acquired under 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 November 30, 2004.
4. Stock option granted pursuant to Harsco Corporation 1995 Executive Incentive Compensation Plan in a transaction exempt under Rule 16b-3.
5. Stock option granted pursuant to Harsco Corporation 1986 Stock Option Plan, in a transaction exempt under Rule 16b-3.

**Remarks:**

Derek C. Hathaway

12/02/2004

\*\* 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.