Gerson Scott H Form 4 January 25, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

(Print or Type Responses)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

1. Name and Address of Reporting Person	*

Gerson Scott H

2. Issuer Name and Ticker or Trading Symbol

HARSCO CORP [HSC]

(Last) (First) (Middle)

350 POPLAR CHURCH ROAD

3. Date of Earliest Transaction

(Month/Day/Year) 01/22/2011

(Check all applicable) Director 10% Owner

Issuer

_X__ Officer (give title below) V.P. & Harsco Industrial

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

5. Relationship of Reporting Person(s) to

OMB APPROVAL

Other (specify

3235-0287

January 31,

2005

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X Form filed by One Reporting Person Form filed by More than One Reporting Person

CAMP HILL, PA 17011

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Execution Date, if Transactionor Disposed of (D) ny Code (Instr. 3, 4 and 5) Month/Day/Year) (Instr. 8) (A) or			D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock, \$1.25 par value (1)	01/22/2011(1)		Code V M(1)	Amount 666.66 (1)	(D)	Price \$ 31.275	3,080.1841	D		
Common Stock, \$1.25 par value (1)	01/22/2011(1)	<u>(1)</u>	F <u>(1)</u>	235.66 (1)	D	\$ 3.285 (1)	2,844.5241 (1)	D		
Common Stock, \$1.25 par value (2)							2,840.753	I	by Managed Account (2)	

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	5. Number of on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8.1 De Se (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (1)	(1)	01/22/2011(1)	<u>(1)</u>	M <u>(1)</u>	666.66 (1)	<u>(1)</u>	<u>(1)</u>	Common Stock, \$1.25 par value (1)	666.66 (1)	\$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Gerson Scott H

350 POPLAR CHURCH ROAD CAMP HILL, PA 17011

V.P. & Harsco Industrial

Signatures

Scott H. Gerson 01/25/2011

**Signature of Person Date

Reporting Person

Explanation of Responses:

- * 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).
- Represents taxes withheld in consideration of taxes on restricted stock units granted in 2008 under the 1995 Executive Incentive
- (1) 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.
- (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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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