Edgar Filing: HARSCO CORP - Form 4/A

HARSCO CC	DRP								
Form 4/A									
November 16	, 2006								
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								PPROVAL	
	UNITED S	TATES SECUR Was	RITIES AN Shington, D			COMMISSION	OMB Number:	3235-0287	
Check this							Expires:	January 31,	
if no longer subject to Section 16. Form 4 or			GES IN BI SECURIT		CIAL OW	NERSHIP OF	Estimated	2005 nated average en hours per	
Form 5 obligations may continue. See Instruction 1(b). 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									
(Print or Type R	esponses)								
1. Name and Ac PIERCE D H	ldress of Reporting Po IOWARD	Symbol	2. Issuer Name and Ticker or Trading Symbol HARSCO CORP [HSC]			5. Relationship of Reporting Person(s) to Issuer			
(Lost)	(First) (Mi		-	-		(Che	ck all applicable	e)	
(Last) P.O. BOX 88	, , , , , , , , , , , , , , , , , , ,	(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 11/15/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)			
	(Street)	Filed(Mon	4. If Amendment, Date Original Filed(Month/Day/Year) 11/15/2006			6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
CAMP HILL	., PA 17001-8888					Form filed by l Person	More than One Ro	eporting	
(City)	(State) (Z	Zip) Tabl	e I - Non-Der	ivative Se	ecurities Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	y (Month/Day/Year) Execution Date, if TransactionAcquired (A) or		(A) or of (D) and 5) (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
Common Stock, \$1.25 par value			Code V .	Amount	(D) Price	(Instr. 3 and 4) 2,000 (1)	D		

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Expiration Date Underlying Se (Month/Day/Year) (Instr. 3 and 4) or D)		Securi
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am Nun Sha	
Phantom Stock Units (1)	<u>(1)</u>	11/15/2006		J	246.574	<u>(1)</u>	<u>(1)</u>	Common Stock, \$1.25 par value	240	
Stock Option (Right to Buy) $\frac{(2)}{2}$	\$ 27.925 (2)					(2)	04/30/2011	Common Stock, \$1.25 par value		
Stock Option (Right to Buy) $\frac{(2)}{2}$	\$ 41.92 (2)					(2)	04/30/2012	Common Stock, \$1.25 par value		
Stock Option (Right to Buy) (2)	\$ 33.92 (2)					(2)	04/30/2013	Common Stock, \$1.25 par value		
Restricted Stock Units-NEDSP	<u>(4)</u>	11/15/2006		J	5.088 (3) (4)	<u>(4)</u>	<u>(4)</u>	Common Stock, \$1.25 par value	5.0	

Reporting Owners

Reporting Owner Name / Address	Relationships						
I O	Director	10% Owner	Officer	Other			
PIERCE D HOWARD							
P.O. BOX 8888	Х						
CAMP HILL, PA 17001-8888							
Signatures							
Mark E. Kimmel, Attorney-In-Fact		11/16/2006					

**Signature of Reporting Person

Date

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 deferred compensation under the Deferred Compensation Plan for Non-Employee Directors. Each phantom stock unit represents a right to be paid in cash an amount equal to the fair market value of one share of Harsco Corporation Common Stock at the date of settlement. The scheduled settlement date for the phantom stock units is in lump sum to commence by January 31, 2010. The

- (1) deferred compensation credit for fees earned during the quarterly period is the fair market value on the day immediately preceding such credit date. Includes reinvested dividends. The amount credited for each quarterly dividend is payable using the dividend payment date as the valuation date.
- (2) Stock option granted pursuant to 1995 Non-Employee Directors' Stock Plan, in a transaction exempt under Rule 16b-3.
- (3) To correct the number of restricted stock units acquired on the November 15, 2006 dividend date.

Represents restricted stock units granted under the 1995 Non-Employee Directors' Stock Plan. Each restricted stock unit has a one year(4) vesting period and will be settled promptly following termination of the individual's service as a director of the Company. Includes reinvested dividends.

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.