Harrington Ivor Form 4 March 20, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

SECURITIES 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

OMB APPROVAL

OMB Number:

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January 31, 2005

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response...

0.5

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person *

Harrington Ivor

(Last)

(City)

Security

(Instr. 3)

(Middle) (First)

2. Issuer Name and Ticker or Trading Symbol

HARSCO CORP [HSC] 3. Date of Earliest Transaction

(Month/Day/Year)

350 POPLAR CHURCH ROAD 03/16/2012

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

below) Executive Vice President &

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

CAMP HILL, PA 17011

1. Title of 2. Transaction Date 2A. Deemed

(State)

(Month/Day/Year) Execution Date, if

(Zip)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

(A)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T) (Instr. 4) (Instr. 4)

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount Underlying Securitie (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	or Disposed of		ed of					
				Code V	(A)	(D) Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Restricted Stock Units	(1)	03/16/2012		A	9,780	(2)	(2)	Common Stock, \$1.25 par value	9,78
Stock Appreciation Rights	\$ 23.73	03/16/2012		A	70,354	(3)	03/15/2022	Common Stock, \$1.25 par value	70,35

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Harrington Ivor 350 POPLAR CHURCH ROAD CAMP HILL, PA 17011

Executive Vice President &

Signatures

Ivor J.

Harrington 03/20/2012

**Signature of 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).
- (1) Each restricted stock unit represents a contingent right to receive one share of Harsco common stock.
- (2) The restricted stock units vest on the third anniversary of the date of grant.
- (3) The stock appreciation rights vest in annual 20% increments on the first five anniversaries of the date of grant.

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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