FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

gton, D.C. 2054	19		

OMB APPROVAL									
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	Check this box if no longer subject to
$\neg$	Section 16. Form 4 or Form 5
┚	obligations may continue. See
	Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     GRASBERGER F NICHOLAS III					2. Issuer Name <b>and</b> Ticker or Trading Symbol HARSCO CORP [ HSC ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) 350 POPLAR CHURCH ROAD					3. Date of Earliest Transaction (Month/Day/Year) 05/06/2016						- x	X Director X Officer (give title below)  President &			Other (specify below)		
(Street) CAMP HI	LL PA		17011 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)				6. Indi Line)	·							
(=:5)	(		ble I - Non-	Deriva	tive S	ecuritie	<u> </u>	auired D	isnosed of	or Bene	eficially (	Owned					
1. Title of Security (Instr. 3) 2. Trans Date			. Transac	<u> </u>		3. Transaction	4. Securities Acquired (A) on Disposed Of (D) (Instr. 3, 4		(A) or	5. Amount of and 5) Securities Beneficially Owned Follow		6. Ownershi Form: Direc (D) or Indire (I) (Instr. 4)	Direct Ir ndirect B r. 4) C	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)						
			Table II - De						posed of, o			wned					
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)	Code	saction e (Instr.	Derivative		6. Date Exerc Expiration Day/\(^1\)	ate	7. Title and Am of Securities Underlying Derivative Sect (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio	ve ies ially ng	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	e V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	on(s)			
Stock Appreciation Right	\$7	05/06/2016		A		281,570		(1)	05/06/2026 <sup>(1)</sup>	Common Stock	281,570	\$0	281,57	70	D		
Restricted Stock Unit	(2)	05/06/2016		A		117,857		(2)	(2)	Common Stock	117,857	\$0	117,85	57	D		
Performance Share Unit	(3)	05/06/2016		A		117,857		(3)	12/31/2018 <sup>(3)</sup>	Common Stock	117,857	\$0	117,85	57	D		

## **Explanation of Responses:**

- 1. The stock appreciation rights vest in one-third increments on each of the first three anniversaries of the date of grant.
- 2. Restricted stock units granted under the 2013 Equity and Incentive Compensation Plan represent a contingent right to receive Harsco common stock on a one-for-one basis when the restricted stock units vest. The restricted stock units vest in one-third increments on each of the first three anniversaries of the date of grant.
- 3. Each performance share unit represents a contingent right to receive the equivalent of one share of Harsco common stock. The performance share units vest based on the total shareholder return of Harsco common stock relative to the S&P 600 Industrials Index. The performance share units vest on 12/31/2018.

## Remarks:

/s/F. Nicholas Grasberger III 05/10/2016

\*\* 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.

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