SEC Form 4

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to 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

1	dress of Reporting I			er Name and Tick		Symbol		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner				
(Last) 350 POPLAR	(First) CHURCH ROA	(Middle)	3. Date 03/01	e of Earliest Trans /2023	action (Month/	Day/Year)	x	Officer (give title below) Chairman, Pre	below	,		
(Street) CAMP HILL PA (City) (State) (Zip)				nendment, Date o	f Original Fileo	(Month/Day/Year)	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												
1 Title of Secur	ity (Instr 2)	2	Transaction	2A Deemed	3	4 Securities Acquired (A) or	5 Amount of	6 Ownership	7. Nature		

1. Title of	Security (instr. 3)	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (tion Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Commo	n Stock	03/01/2023		М		14,864	Α	\$ <mark>0</mark>	749,712	D	
Commo	n Stock	03/01/2023		F		6,824	D	\$8.41	742,888	D	

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. Transa Code (8)		of Ex		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 Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	03/01/2023		М			14,864	(2)	(2)	Common Stock	14,864	\$0	112,251	D	

Explanation of Responses:

1. 1. 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 the grant.

2. 2. On March 1, 2021 the reporting person was granted 44,591 restricted stock units of which one-third vested on the second anniversary of the grant date.

Remarks:

/s/F. Nicholas Grasberger III 03/03/2023

** 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.