## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington,	D.C. 20549
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	OMB APPROVAL
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OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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	nd Address o	of Reporting Person	k						icker or Tradi		mbol				k all applica	able)	g Perso	on(s) to Issu	
(Last)					3. Date of Earliest Transaction (Month/Day/Year) 02/15/2007										(give title Otl		10% Ow Other (s below)	I	
(Street) CAMP HILL PA 17001-8			17001-888				1. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person				
(City) (State) (Zip)																			
			ble I - Nor			_				Disp					T		l	1.	
D			Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		ate, Transa Code (I	Transaction Disposed Code (Instr. 5)		ties Acquired (A) d Of (D) (Instr. 3, 4			Securities Beneficia	eneficially wned Following		: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or (D)	Pric	Transact		tion(s)				
Common Stock, \$1.25 par value															3,526			D	
									quired, D ts, option						wned				
1. Title of Derivative Security (Instr. 3)  2. Conversio or Exercis Price of Derivative Security			3A. Deemed Execution Da if any (Month/Day/Y	l 4	4. Transa Code ( 8)	ction	5. Number 6. D		6. Date Exer Expiration D	ate Exercisable and		7. Title and An of Securities Underlying Derivative Sec (Instr. 3 and 4)		nt 8. Price o Derivative Security (Instr. 5)		9. Number derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	Owners Form: Direct ( or Indir	Ownership	Beneficial Ownership (Instr. 4)
				c	Code	v	(A)	(D)	Date Exercisable	Expi Date	ration	Title	Amou or Numb of Share	er					
Phantom Stock Units <sup>(1)</sup>	(1)	02/15/2007			J		70.59		(1)		(1)	Common Stock, \$1.25 par value	70.59	9(1)	(1)	3,782.482		D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$32.8125 <sup>(2)</sup>								(2)	04/3	0/2009 <sup>(2)</sup>	Common Stock, \$1.25 par value	(2)			2,000	)	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$29.3125 <sup>(2)</sup>								(2)	04/3	0/2010 <sup>(2)</sup>	Common Stock, \$1.25 par value	(2)			2,000	)	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$27.925 <sup>(2)</sup>								(2)	04/3	0/2011 <sup>(2)</sup>	Common Stock, \$1.25 par value	(2)			2,000	)	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$41.92 <sup>(2)</sup>								(2)	04/3	0/2012 <sup>(2)</sup>	Common Stock, \$1.25 par value	(2)			2,000	)	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$33.92 <sup>(2)</sup>								(2)	04/3	0/2013 <sup>(2)</sup>	Common Stock, \$1.25 par value	(2)			2,000	)	D	
Restricted Stock Units- NEDSP <sup>(3)</sup>	(3)								(3)		(3)	Common Stock, \$1.25 par value	(3)			2,274.3	376	D	

#### **Explanation of Responses:**

- 1. Represents deferred compensation under the 1995 Non-Employee Directors' Stock Plan. 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. Represents a scheduled settlement date for the phantom stock units to be paid in cash in annual installments over ten years commencing by January 31, 2006. The 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. Represents restricted stock units granted under the 1995 Non-Employee Directors' Stock Plan. Each restricted stock unit has a one year vesting period and will be settled promptly following termination of the individual's service as a director of the Company. Includes reinvested dividends.

### Remarks:

NEDSP<sup>(3)</sup>

\*\* 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.