FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT C	OF CHANGES IN BENE	FICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response:

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

	d Address of	Reporting Person	2. Issue	2. Issuer Name and Ticker or Trading Symbol HARSCO CORP [HSC]							S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner V Officer (give title Other (specify))							
(Last)	•	First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 12/01/2004							X Officer (give title Other (specify below) Chairman, President and CEO						
(Street)	IILL P.	A	17001-8888	4. If Am								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(City)	(5	State)	(Zip)	_					Form filed by More than One Reporting Person									
		7	able I - Non-D	erivative S	ecurities A	cquired,	Dis	posed of,	or Bene	ficially (y Owned							
1. Title of Security (Instr. 3)			Da	Transaction te onth/Day/Year)	2A. Deemed Execution Date if any (Month/Day/Ye	Code (4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			5. Amount of Securities Beneficially Owned Following Reported	y Owned Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	rect Ir irect B 4) C	Nature of direct eneficial wnership			
						Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			"	nstr. 4)			
Common	Stock, \$1.2	25 par value ⁽¹⁾	1	2/01/2004		М	м 42,500		A	\$26.66	128,059.3913		D					
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		100	D	\$53.3	127,959	0.3913	913 D					
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		300	D	\$53.25	53.25 127,659.39		D					
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		500	D	\$53.24	553.24 127,159		D					
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		1,800	D	\$53.23	125,359	0.3913	D					
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		300	D	\$53.22	125,059	0.3913	D					
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		200	D	\$53.21	124,859	0.3913	D					
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		4,700	D	\$53.2	120,159	0.3913	D					
Common Stock, \$1.25 par value		2/01/2004		S ⁽²⁾		2,000	D	\$53.19	118,159	0.3913	D							
Common Stock, \$1.25 par value 12/0		2/01/2004		S ⁽²⁾		3,200	D	\$53.18	114,959	0.3913	D							
Common	Common Stock, \$1.25 par value 12/0		2/01/2004		S ⁽²⁾		1,200	D	\$53.17	113,759	0.3913	D						
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		700	D	\$53.16	113,059	0.3913	D					
Common	mmon Stock, \$1.25 par value		2/01/2004		S ⁽²⁾		600	D	\$53.15	.15 112,459.3		D						
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		1,300	D	\$53.14	111,159	0.3913	D					
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		200	D	\$53.13	110,959	0.3913	D					
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		4,600	D	\$53.12	2 106,359.3913 D							
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		800	D	\$53.11	1 105,559.3913 D							
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		2,400	D	\$53.1	1 103,159.3913 D							
Common	Stock, \$1.2	25 par value	1	2/01/2004		S ⁽²⁾		900	D	\$53.09	09 102,259.3913 D							
Common Stock, \$1.25 par value		1	2/01/2004		S ⁽²⁾		100	D \$53		102,159.3913		D						
Common Stock, \$1.25 par value		1	2/01/2004		S ⁽²⁾		300 D		\$53.07	101,859.3913		D						
Common Stock, \$1.25 par value		1	2/01/2004		S ⁽²⁾		1,800 D		\$53.06	100,059.3913		D						
Common Stock, \$1.25 par value		1	2/01/2004		S ⁽²⁾		2,000	D	\$53.05	98,059.3913		D						
Common Stock, \$1.25 par value		1	2/01/2004		S ⁽²⁾	S ⁽²⁾ 5		D	\$53.03	97,559	559.3913							
Common Stock, \$1.25 par value									25,607.	346(3)	I		Savings Plan					
			Table II - De								wned							
(e.g., puts, calls, warrants, options, convertible 1. Title of 2. 3. Transaction 3A. Deemed 4. 5. Number 6. Date Exercisable and				e and 7.	7. Title and Amo		8. Price of	9. Numbe			11. Nature							
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		Expiration D Month/Day/		of Securities Underlying Deri Security (Instr.: 4)		erivative	Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Fo lly Did or (I)	vnership rm: rect (D) Indirect (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)			

			Table II - Dei (e.ç	ivativ J⊊@⊌1	e Se sų ca	curi	ties A w <u>a</u> rrai	cguired, Di Pate Se eptio ns	sposed of, Expiration peonvertib	or Bene I ը լթеси	ffc1ally 0 Number of rules)	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)	4. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	vative urities uired or oosed O) (Instr. and 5)	6. Date Exercisable and 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)
Stock Option (Right to Buy) ⁽⁴⁾	\$29.47 ⁽⁴⁾			Code	v	(A)	(D)	Date (4) Exercisable	01/22/2006 ⁽⁴⁾	Common Stock, \$1.25 par value	Amount or Num(4) or Shares		30,000	D	
Stock Option (Right to Buy) ⁽⁴⁾	\$34.28 ⁽⁴⁾							(4)	01/26/2007 ⁽⁴⁾	Common Stock, \$1.25 par value	(4)		50,000	D	
Stock Option (Right to Buy) ⁽⁴⁾	\$37.81 ⁽⁴⁾							(4)	01/25/2008 ⁽⁴⁾	Common Stock, \$1.25 par value ⁽⁴⁾	(4)		40,000	D	
Stock Option (Right to Buy) ⁽⁵⁾	\$26.66 ⁽⁴⁾	12/01/2004 ⁽⁴⁾		М			42,500	01/25/2000 ⁽⁴⁾	01/24/2009 ⁽⁴⁾	Common Stock, \$1.25 par value	42,500 ⁽⁴⁾	\$26.66 ⁽⁴⁾	0.0000	D	
Stock Option (Right to Buy) ⁽⁴⁾	\$29 ⁽⁴⁾							(4)	01/23/2010 ⁽⁴⁾	Common Stock, \$1.25 par value	(4)		50,000	D	
Stock Option (Right to Buy) ⁽⁴⁾	\$25.63 ⁽⁴⁾							(4)	01/21/2011 ⁽⁴⁾	Common Stock, \$1.25 par value	(4)		125,000	D	
Stock Option (Right to Buy) ⁽⁴⁾	\$32.65 ⁽⁴⁾							(4)	01/20/2012 ⁽⁴⁾	Common Stock, \$1.25 par value	(4)		100,000	D	

Explanation of Responses:

- 1. This represents SEC Form 4 filing one of two.
- 2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on Novembe r 24, 2004.
- 3. These shares were acquired under the Harsco Corporation Savings Plan in transactions that were exempt from Section 16(b) by virtu e of Rule 16a-8(b). The information presented is as of November 30, 2004.
- 4. Stock option granted pursuant to Harsco Corporation 1995 Executive Incentive Compensation Plan in a transaction exempt under Rule 16b-3.
- 5. Stock option granted pursuant to Harsco Corporation 1986 Stock Option Plan, in a transaction exempt under Rule 16b-3.

Remarks:

<u>Derek C. Hathaway</u> 12/02/2004

** 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.