

Neuffer Richard C
Form 3
January 26, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF 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
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Neuffer Richard C | | (Month/Day/Year) | HARSCO CORP [HSC] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 01/24/2006 | | |
| P.O. BOX 8888 | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | (give title below) (specify below) | |
| | | | Group President | |

CAMP
HILL, PA 17001-8888
(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|---|--|
| Common Stock, \$1.25 par value | 0 | D | Â |
| Common Stock, \$1.25 par value ⁽¹⁾ | 1,352.236 ⁽¹⁾ | I | Savings Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--|------------------|-----------------|--------------------------------|----------------------------|-------------------|---------------------------------------|---|
| Stock Option (Right to Buy) ⁽²⁾ | 01/26/1998 | 01/25/2008 | Common Stock, \$1.25 par value | 1,200 ⁽²⁾ | \$ 37.81 | D | Â |
| Stock Option (Right to Buy) ⁽²⁾ | 01/24/2001 | 01/23/2010 | Common Stock, \$1.25 par value | 2,400 ⁽²⁾ | \$ 29 | D | Â |
| Stock Option (Right to Buy) ⁽²⁾ | 01/22/2002 | 01/21/2011 | Common Stock, \$1.25 par value | 99 ⁽²⁾ | \$ 25.63 | D | Â |
| Stock Option (Right to Buy) ⁽²⁾ | 01/22/2002 | 01/21/2011 | Common Stock, \$1.25 par value | 3,901 ⁽²⁾ | \$ 25.63 | D | Â |
| Stock Option (Right to Buy) ⁽²⁾ | 01/21/2004 | 01/20/2012 | Common Stock, \$1.25 par value | 3,000 ⁽²⁾ | \$ 32.65 | D | Â |
| Restricted Stock Unit -EICP ⁽³⁾ | 01/24/2008 | 01/24/2008 | Common Stock, \$1.25 par value | 1,250 ⁽³⁾ | \$ ⁽³⁾ | D | Â |
| Restricted Stock Units-EICP ⁽³⁾ | 01/24/2009 | 01/24/2009 | Common Stock, \$1.25 par value | 2,500 ⁽³⁾ | \$ ⁽³⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Neuffer Richard C P.O. BOX 8888 CAMP HILL, PA 17001-8888 | Â | Â | Â Group President | Â |

Signatures

Richard C. Neuffer 01/26/2006

⁽²⁾Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These shares were acquired in the Harsco Corporation Savings Plan in transactions that were exempt from Section 16(b) by virtue of Rule 16a-8(b). The information presented is as of January 22, 2006.
- (2) Stock option granted pursuant to Harsco Corporation 1995 Executive Incentive Compensation Plan in a transaction exempt under Rule 16b-3.
- (3) Represents restricted stock units granted under the 1995 Executive Incentive Compensation Plan. Each restricted stock unit has a three year vesting period. No dividends are paid on the units until they vest.

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.