

SCHNOOR STEPHEN J

Form 4/A

January 25, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHNOOR STEPHEN J

(Last) (First) (Middle)

P.O. BOX 8888

(Street)

CAMP HILL, PA 17001-8888

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
HARSCO CORP [HSC]

3. Date of Earliest Transaction
(Month/Day/Year)
09/03/2004

4. If Amendment, Date Original
Filed(Month/Day/Year)
09/03/2004

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

V. P. and Controller

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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$1.25 par value	09/02/2004		M	2,000 A	\$ 29.47 0	D	
Common Stock, \$1.25 par value	09/02/2004		S	2,000 D	\$ 45.555 0	D	
Common Stock, \$1.25 par value	09/02/2004		M	8,000 A	\$ 29 0	D	

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Common Stock, \$1.25 par value	09/02/2004	S	8,000	D	\$ 45.555	0	D	
Common Stock, \$1.25 par value	09/02/2004	M	6,000	A	\$ 32.65	6,342.5957	D	
Common Stock, \$1.25 par value	09/02/2004	S	6,000	D	\$ 45.555	342.5957	D	
Common Stock, \$1.25 par value	09/02/2004	I	V	1,500	D	\$ 45.91	2,142.226 ⁽¹⁾	I Savings Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
						Date Exercisable Expiration Date	Title
				Code	V (A) (D)		Amount or Number of Shares
Stock Option (Right to Buy) ⁽²⁾	\$ 29.47 ⁽²⁾	09/02/2004		M	2,000	01/23/1997 ⁽²⁾ 01/22/2006 ⁽²⁾	Common Stock, \$1.25 par value
Stock Option (Right to Buy) ⁽²⁾	\$ 34.28 ⁽²⁾					⁽²⁾ 01/26/2007 ⁽²⁾	Common Stock, \$1.25 par value
						⁽²⁾ 01/25/2008 ⁽²⁾	⁽²⁾

Stock	\$ 37.81								Common	
Option	(2)								Stock,	
(Right to									\$1.25 par	
Buy) (2)									value	
Stock									Common	
Option	\$ 29 (2)	09/02/2004	M	8,000	01/24/2000(2)	01/23/2010(2)			Stock,	8,00
(Right to									\$1.25 par	(2)
Buy) (2)									value	
Stock									Common	
Option	\$ 32.65	09/02/2004	M	6,000	01/21/2004(2)	01/20/2012(2)			Stock,	6,00
(Right to	(2)			(3)					\$1.25 par	(2)
Buy) (2)									value	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHNOOR STEPHEN J P.O. BOX 8888 CAMP HILL, PA 17001-8888			V. P. and Controller	

Signatures

Stephen J.
Schnoor 01/25/2006

Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) These shares were acquired under 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 December 31, 2004.
- (2) Stock option granted pursuant to Harsco Corporation 1995 Executive Incentive Compensation Plan in a transaction exempt under Rule 16b-3.
- (3) Correction to number of shares exercised and end of period holdings.

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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