

McCurrie Brian H
Form 4
February 26, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
McCurrie Brian H

2. Issuer Name and Ticker or Trading Symbol
Koppers Holdings Inc. [KOP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
436 SEVENTH AVENUE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/22/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP, Global CM&C

PITTSBURGH, PA 15219

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 (A) 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/22/2013		A ⁽¹⁾		7,756	A	\$ 0
Common Stock	02/22/2013		D ⁽²⁾		3,285.2317	D	\$ 41.52
Common Stock	02/22/2013		A ⁽³⁾		5,201	A	\$ 0
Common Stock	02/22/2013		S		8,673	D	\$ 41.21
Common Stock ⁽⁶⁾							800

By Revocable

Edgar Filing: McCurrie Brian H - Form 4

Shares surrendered to the issuer by the reporting person as payment for tax withholding related to the vesting of time-based and performance-based restricted stock units and related dividend equivalent units.

- (3) Represents previously granted performance share units for which the performance criteria for the two-year performance period of 2011 through 2012 have been satisfied. Vesting of these performance share units is subject to an additional one-year service requirement.
The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41.00 to \$41.40, inclusive. The reporting person undertakes to provide to the Securities and Exchange Commission, the issuer or any security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.
- (4) Reflects adjustment of fractional shares in accordance with issuer's Amended and Restated 2005 Long Term Incentive Plan.
The reporting person serves as trustee for the Revocable Trust of Gilbert and Marylou McCurrie, which has owned these shares since
- (6) October 11, 2012. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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.