

Spiess Markus G
 Form 4/A
 March 27, 2013

FORM 4

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

OMB APPROVAL

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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 *
 Spiess Markus G

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)
 VP, Global Sales and Marketing

PITTSBURGH, PA 15219
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/26/2013

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (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 | | J ⁽¹⁾ | | 2,201 | D | \$ 0 |
| Common Stock | 02/22/2013 | | D | | 1,160.9383 | D | \$ 41.52 |
| Common Stock | 02/22/2013 | | A | | 5,121.9126 ⁽³⁾ | A | \$ 0 |
| | | | | | | | 11,521.2899 |
| | | | | | | | 10,360.3516 ⁽²⁾ |
| | | | | | | | 15,491.9376 ⁽⁴⁾ |

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

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number.

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Spiess Markus G 436 SEVENTH AVENUE PITTSBURGH, PA 15219 | | | VP, Global Sales and Marketing | |

Signatures

/s/ Steven R. Lacy,
Attorney-in-Fact

03/27/2013

**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 mistakenly reported as an award to the reporting person on the Form 4 filed on February 26, 2013. This award was previously reported on the reporting person's Form 4 filed on February 22, 2012.
This surrender was previously reported by the reporting person on the original Form 4 filed on February 26, 2013 and amended by the reporting person on the Form 4/A filed on March 7, 2013, but is being restated in this amendment to correct the total reported in Column 5.
- (2) The reporting person originally reported 3,279 previously granted performance share units for which the performance criteria for the two-year performance period of 2011 through 2012 have been satisfied. The actual number was 5,121.9126 performance share units. Vesting of these performance share units is subject to an additional one-year service requirement.
- (3) Reflects adjustment of fractional shares in accordance with issuer's Amended and Restated 2005 Long Term Incentive Plan.
- (4) Reflects adjustment of fractional shares in accordance with issuer's Amended and Restated 2005 Long Term Incentive Plan.

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.