

Tronsberg-Deihle Louann E
Form 4
June 12, 2018

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

OMB APPROVAL

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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 *
Tronsberg-Deihle Louann E

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)
06/08/2018

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

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	06/08/2018		M	5,204 A \$ 15.26	26,495.3512 (1)	D	
Common Stock	06/08/2018		S	3,485 D \$ 43.1 (2)	23,010.3512	D	
Common Stock	06/08/2018		M	2,326 A \$ 28.1	25,336.3512	D	
Common Stock	06/08/2018		S	607 D \$ 43.1 (2)	24,729.3512	D	
Common Stock	06/08/2018		M	9,255 A \$ 17.57	33,954.3512	D	

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Common Stock	06/08/2018	S	7,506	D	\$ <u>43.1</u> (2)	26,448.3512	D
Common Stock	06/08/2018	M	4,268	A	\$ 18.11	30,716.3512	D
Common Stock	06/08/2018	S	2,550	D	\$ <u>43.1</u> (2)	28,166.3512	D

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Options (Rights to Buy)	\$ 15.26	06/08/2018		M	5,204	02/20/2012 02/20/2019	Common Stock	5,204	
Employee Stock Options (Rights to Buy)	\$ 28.1	06/08/2018		M	2,326	02/22/2013 02/22/2020	Common Stock	2,326	
Employee Stock Options (Rights to Buy)	\$ 17.57	06/08/2018		M	9,225	03/03/2016 ⁽³⁾ 03/03/2025	Common Stock	9,225	
Employee Stock Options (Rights to Buy)	\$ 18.11	06/08/2018		M	4,268	03/01/2017 ⁽³⁾ 03/01/2026	Common Stock	4,268	

Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tronsberg-Deihle Louann E 436 SEVENTH AVENUE PITTSBURGH, PA 15219			Treasurer	

Signatures

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

06/12/2018

**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) Includes 73 shares of Koppers Holdings Inc. common stock acquired pursuant to the Koppers Holdings Inc. Employee Stock Purchase Plan ("ESPP") on March 29, 2018. These acquisitions were exempt under both Rule 16b-3(c) and Rule 16b-3(d).

The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$42.86
- (2) to \$43.40, 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.
- (3) The options vest in annual installments of 25% over 4 years.

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.