SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Spiess Markus G	2. Date of Event Requiring Stateme (Month/Day/Year) 02/02/2011	ent 🚺	3. Issuer Name and Ticker or Trading Symbol <u>Koppers Holdings Inc.</u> [KOP]					
(Last) (First) (Middle) 436 SEVENTH AVENUE			 Relationship of Reporting Perso Check all applicable) Director 	n(s) to Issue 10% Owne	(Mo	Amendment, Da nth/Day/Year)	ate of Original Filed	
(Street) PITTSBURGH PA 15219			X Officer (give title below) VP Global Sales and I	Other (spe below) Marketing	Арр	licable Line) Form filed b Form filed b	/Group Filing (Check y One Reporting Person y More than One	
(City) (State) (Zip)						Reporting P	erson	
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock ⁽¹⁾			4,374.308	D				
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 Securit Underlying Derivative Securit		4. Conversion or Exercise	5. Ownership Form:	(Instr. 5)	
Evaluation of Responses:		Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		

1. Includes unvested time-based restricted stock units awarded to the reporting person pursuant to the issuer's Amended and Restated 2005 Long Term Incentive Plan in 2008, 2009 and 2010.

/s/ Steven R. Lacy, Attorneyin-Fact

02/11/2011

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Limited Power of Attorney SECTION 16(a) FILINGS Know all by these presents, that the undersigned hereby constitutes and appoints each of Steven R. Lacy and Michael W. Snyder, signing singly, the undersigned?s true and lawful attorney-in-fact to: Execute for and on behalf of the undersigned, in the undersigned?s (1)capacity as an officer, director and/or stockholder of Koppers Holdings Inc. (the ?Company?), Forms 3, 4, and 5 and amendments thereto in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder; Do and perform any and all acts for and on behalf of the (2) undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 or amendment thereto including, but not limited to, executing a Form ID and/or Authentication Document, and timely file such forms or documents with the United States Securities and Exchange Commission (the ?SEC?) and any stock exchange or similar authority; and Take any other action of any type whatsoever which, in the opinion (3) of such attorney-in-fact, may be necessary or desirable in connection with the foregoing authority, it being understood that the documents executed by such attorneyinfact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-infact may approve. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-infact?s substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned?s responsibilities to comply with Section 16 of the Securities Exchange Act of 1934. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned?s holdings of and transaction in securities of the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. This Power of Attorney may be filed with the SEC as a confirming statement of the authority granted herein.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this _5th__ day of __February______, 2011.

KOPPERS HOLDINGS INC.

_/s/ Markus G. Spiess_____ Signature