

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>ZHU JIANZHONG</u>  (Last) (First) (Middle) 436 SEVENTH AVENUE  (Street) PITTSBURGH PA 15219  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Koppers Holdings Inc. [ KOP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>VP, China Operations</u>
	3. Date of Earliest Transaction (Month/Day/Year) 03/03/2017	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	03/03/2017		M		2,000	A	\$17.57	14,035.5468	D	
Common Stock	03/03/2017		S		2,000	D	\$44.17	12,035.5468	D	
Common Stock	03/03/2017		F		150.0147	D <sup>(1)</sup>	\$44.1	11,885.5321	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Options (Rights to Buy)	\$17.57	03/03/2017		M		2,000		03/03/2016 <sup>(2)</sup>	03/02/2025	Common Stock	2,000	\$0.00	10,832	D	
Restricted Stock Units	<sup>(3)</sup>	03/03/2017		A		975		<sup>(4)</sup>	<sup>(4)</sup>	Common Stock	975	\$0.00	975	D	
Employee Stock Options (Rights to Buy)	\$44.1	03/03/2017		A		3,604		<sup>(5)</sup>	03/02/2027	Common Stock	3,604	\$0.00	3,604	D	

Explanation of Responses:

- Shares surrendered to the issuer by the reporting person as payment for tax withholding related to the vesting of time-based restricted stock units ("RSUs").
- Stock Options vest in four equal annual installments, with the first installment vesting on March 3, 2016.
- Each RSU represents a contingent right to receive one share of Koppers Holdings Inc. common stock (the "Common Stock"), or its equivalent cash value.
- The reporting person was granted RSUs on March 3, 2017 under the Koppers Holdings Inc. 2005 Long Term Incentive Plan, as Amended and Restated. RSUs vest in four equal annual installments, with the first installment vesting on March 3, 2018. Upon vesting, the RSUs will be paid out in whole shares of Common Stock or cash as may be determined by the Company.
- The reporting person was granted stock options on March 3, 2017, which will vest in four equal annual installments, with the first installment vesting on March 3, 2018.

Remarks:

/s/ Steven R. Lacy, Attorney-in-Fact 03/07/2017

\*\* 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 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).

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.