## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

washington, D.C. 20	545

OMB APPR	OVAL
OMB Number:	3235-0287
Estimated average bu	rden
hours per response:	0.5

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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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person*  Fenwick Douglas J  (Last) (First) (Middle)  436 SEVENTH AVENUE						2. Issuer Name and Ticker or Trading Symbol     Koppers Holdings Inc. [ KOP ]  3. Date of Earliest Transaction (Month/Day/Year) 02/11/2020										5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  X Officer (give title Other (specify below) below)  President Performance Chemical				vner specify	
(Street) PITTSBU	URGH PA		15219 (Zip)		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Inc	) Form to the control of the contro	ual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transa Date (Month/D.					ection	Execution Date,			3 e, T	3. 4. Securit Transaction Disposed Code (Instr. 5)			ties Acqu	red (A	) or	5. Amou Securitie Benefici	unt of 6. Fo (D) Following (I)		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		re Securities Acquired, Disposed of, or Beneficially Owned s, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deeme Execution if any (Month/Day	Date,	4. Transactioi Code (Instr B)		5. Number of		6. Da	6. Date Exercisa Expiration Date (Month/Day/Year		le and	7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)			3. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y Di	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exer	e rcisable	Exp Dat	oiration te	Title	Amo or Num of Sha	ber						
Restricted Stock Units	(1)	02/11/2020			A		2,947			(2)		(2)	Common Stock	2,9	47	\$0.00	2,947		D		
Restricted Stock Units	(1)	02/11/2020			A		4,462			(3)		(3)	Common Stock	4,4	62	\$0.00	4,462		D		

## **Explanation of Responses:**

- 1. Restricted stock units represent the right to receive shares of common stock on a one-for-one basis and may be settled in cash or in shares of common stock.
- 2. Represents previously granted performance share units for which the performance criteria for the three-year performance period from January 1, 2017 through December 31, 2019 have been satisfied.

3. On March 6, 2019, the reporting person was granted performance shares units for which the performance criteria for the one-year performance period from January 1, 2019 through December 31, 2019 have been satisfied. All of the restricted stock units reported here are subject to vesting based on the continued service of the reporting person through March 6, 2020. Fifty percent (50%) of such restricted stock units are subject to an additional vesting requirement, such that they will vest on March 6, 2022 so long as the absolute total shareholder return of the common stock for the three-year performance period from January 1, 2019 through December 31, 2021 is not negative.

## Remarks:

/s/ Stephanie L. Apostolou, Attorney-in-Fact

02/13/2020

\*\* 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.