

Koppers Holdings Inc.
Form 4
February 26, 2008

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 *
Oberbeck Christian L

(Last) (First) (Middle)

KOPPERS HOLDINGS INC., 436 SEVENTH AVENUE

(Street)

PITTSBURGH, PA 15219

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Koppers Holdings Inc. [KOP]

3. Date of Earliest Transaction (Month/Day/Year)
02/22/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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, par value \$0.01 per share	02/22/2008		J		1,200,793	D	(1) 0
Common stock, par value \$0.01 per share	02/22/2008		A		27,957	A	(1) 27,957
Common stock, par	02/22/2008		A		64,748	A	(1) 128,273

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beneficial ownership of such common stock. On February 22, 2008, Saratoga Partners III, L.P. distributed all of its 1,043,830 shares of common stock and Saratoga Partners III, CV distributed all of its 156,963 shares of common stock to their respective general partners and limited partners, resulting in the disposition of 1,200,793 shares of common stock reported as beneficially owned by Mr. Oberbeck. Mr. Oberbeck directly received 64,748 of these shares as a result of the distributions.

- (2) Mr. Oberbeck is an Affiliate of Saratoga Associates III LLC, which received and retained 27,957 shares in connection with the distributions.
- (3) Pursuant to Rule 16a-1(a)(4) of the Securities Exchange Act of 1934, as amended, Mr. Oberbeck herein disclaims beneficial ownership of any of the shares of Common Stock he indirectly owns, except to the extent of his pecuniary interest in such shares of Common Stock.

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.