

Koppers Holdings Inc.  
Form 8-K/A  
August 05, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K/A**  
**(Amendment No. 1)**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 4, 2011**

**KOPPERS HOLDINGS INC.**

**(Exact Name of Registrant as Specified in Charter)**

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(State or Other Jurisdiction  
of Incorporation)

(Commission

(IRS Employer

File Number)  
436 Seventh Avenue

Identification No.)

Pittsburgh, Pennsylvania 15219

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (412) 227-2001

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Explanatory Note**

This Current Report on Form 8-K/A is being filed as an amendment (the Amendment ) to the Current Report on Form 8-K filed by Koppers Holdings Inc. (the Company ) on May 9, 2011 (the Original 8-K ). The Original 8-K was filed to report, among other things, the results of the matters submitted to a vote at the Company s Annual Meeting of Shareholders held on May 4, 2011 (the Annual Meeting ). The sole purpose of this Amendment is to disclose the Company s decision regarding how frequently it will conduct future advisory (non-binding) votes on executive compensation. This Amendment does not otherwise revise the Original 8-K in any way.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

As previously reported in the Original 8-K, in an advisory (non-binding) vote concerning the frequency of future advisory votes on executive compensation held at the Company s Annual Meeting, the Company s shareholders cast the highest number of votes for an annual frequency, consistent with the recommendation of the Company s Board of Directors. Accordingly, in light of the voting results and other factors, the Board of Directors has determined that the Company will hold an annual advisory vote on executive compensation until the next advisory vote concerning the frequency of future advisory votes on executive compensation is held.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KOPPERS HOLDINGS INC.  
(Registrant)

By: /s/ Steven R. Lacy  
Name: Steven R. Lacy  
Title: Senior Vice President, Administration,  
General Counsel and Secretary

Date: August 5, 2011