

Horsehead Holding Corp
 Form 4
 October 16, 2007

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 *
GOLDMAN SACHS GROUP INC/

2. Issuer Name and Ticker or Trading Symbol
Horsehead Holding Corp [ZINC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
85 BROAD ST
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/12/2007

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

NEW YORK, NY 10004

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ 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 | 10/12/2007 | | S | | 4,500 | D | \$ 23.5 | 4,610,884 | I | See footnote (1) |
| Common Stock | 10/12/2007 | | S | | 25 | D | \$ 23.53 | 4,610,859 | I | See footnote (1) |
| Common Stock | 10/12/2007 | | S | | 100 | D | \$ 23.54 | 4,610,759 | I | See footnote (1) |
| Common Stock | 10/12/2007 | | S | | 1,504 | D | \$ 23.55 | 4,609,255 | I | See footnote (1) |

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| | | | | | | | | | |
|--------------|------------|--|---|--------|---|----------|-----------|---|------------------|
| Common Stock | 10/12/2007 | | S | 325 | D | \$ 23.56 | 4,608,930 | I | See footnote (1) |
| Common Stock | 10/12/2007 | | S | 4,539 | D | \$ 23.58 | 4,604,391 | I | See footnote (1) |
| Common Stock | 10/12/2007 | | S | 1,000 | D | \$ 23.59 | 4,603,391 | I | See footnote (1) |
| Common Stock | 10/12/2007 | | S | 3,911 | D | \$ 23.6 | 4,599,480 | I | See footnote (1) |
| Common Stock | 10/12/2007 | | S | 600 | D | \$ 23.61 | 4,598,880 | I | See footnote (1) |
| Common Stock | 10/12/2007 | | S | 13,496 | D | \$ 24 | 4,585,384 | I | See footnote (1) |

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

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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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

GOLDMAN SACHS GROUP INC/
85 BROAD ST X
NEW YORK, NY 10004

GOLDMAN SACHS & CO
85 BROAD STREET X
NEW YORK, NY 10004

Signatures

/s/ Andrea Louro DeMar,
Attorney-in-fact 10/16/2007

__Signature of Reporting Person Date

/s/ Andrea Louro DeMar,
Attorney-in-fact 10/16/2007

__Signature of Reporting Person Date

Explanation of Responses:

* 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).

This statement is being filed by The Goldman Sachs Group, Inc. ("GS Group") and Goldman, Sachs & Co. ("Goldman Sachs", and (1) together with GS Group, the "Reporting Persons"). The securities reported herein are beneficially owned directly by Goldman Sachs and may be deemed to be beneficially owned indirectly by GS Group. Goldman Sachs is a wholly-owned subsidiary of GS Group.

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