

CARPENTER TECHNOLOGY CORP
 Form 4
 May 03, 2005

FORM 4

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

OMB APPROVAL

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

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 *
 SHOR MICHAEL L

2. Issuer Name and Ticker or Trading Symbol
 CARPENTER TECHNOLOGY CORP [CRS]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 CARPENTER TECHNOLOGY CORPORATION, 101 WEST BERN STREET

3. Date of Earliest Transaction (Month/Day/Year)
 04/29/2005

____ Director
 Officer (give title below) Sr. VP-Engineered Products Op.
 ____ 10% Owner
 ____ Other (specify below)

(Street)
 READING, PA 19601

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | | 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) | | | |
| Common Stock | 04/29/2005 | | M | | 18,000 | A | \$ 23.21 | 54,920 ⁽¹⁾ | D |
| Common Stock | 04/29/2005 | | S | | 2,000 | D | \$ 54 | 52,920 ⁽¹⁾ | D |
| Common Stock | 04/29/2005 | | S | | 2,000 | D | \$ 54.043 | 50,920 ⁽¹⁾ | D |
| Common Stock | 04/29/2005 | | S | | 2,000 | D | \$ 54.934 | 48,920 ⁽¹⁾ | D |
| Common Stock | 04/29/2005 | | S | | 2,000 | D | \$ 54.966 | 46,920 ⁽¹⁾ | D |

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| | | | | | | | | | |
|--------------|------------|--|---|--------|---|------------|-----------------------|---|----------------|
| Common Stock | | | | | | | | | |
| Common Stock | 04/29/2005 | | S | 2,000 | D | \$ 55.052 | 44,920 ⁽¹⁾ | D | |
| Common Stock | 04/29/2005 | | S | 2,000 | D | \$ 55.192 | 42,920 ⁽¹⁾ | D | |
| Common Stock | 04/29/2005 | | S | 2,000 | D | \$ 55.252 | 40,920 ⁽¹⁾ | D | |
| Common Stock | 04/29/2005 | | S | 2,000 | D | \$ 55.35 | 38,920 ⁽¹⁾ | D | |
| Common Stock | 04/29/2005 | | S | 2,000 | D | \$ 55.695 | 36,920 ⁽¹⁾ | D | |
| Common Stock | 05/02/2005 | | M | 12,200 | A | \$ 28.4375 | 49,120 ⁽¹⁾ | D | |
| Common Stock | 05/02/2005 | | S | 2,000 | D | \$ 55.02 | 47,120 ⁽¹⁾ | D | |
| Common Stock | 05/02/2005 | | S | 2,000 | D | \$ 55.155 | 45,120 ⁽¹⁾ | D | |
| Common Stock | 05/02/2005 | | S | 2,000 | D | \$ 55.27 | 43,120 ⁽¹⁾ | D | |
| Common Stock | 05/02/2005 | | S | 2,000 | D | \$ 54.978 | 41,120 ⁽¹⁾ | D | |
| Common Stock | 05/02/2005 | | S | 2,000 | D | \$ 55.018 | 39,120 ⁽¹⁾ | D | |
| Common Stock | 05/02/2005 | | S | 2,200 | D | \$ 55.131 | 36,920 ⁽¹⁾ | D | |
| Common Stock | | | | | | | 7,637 ⁽²⁾ | I | By 401(k) Plan |

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

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 control number.

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(9-02)

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, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|

and 5)

| | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
|--|------|---|------------|-----|---------------------|--------------------|-------|-------------------------------------|------------|------------|-----------------|--------|
| Employee Stock Option (Right to Buy) | | | \$ 23.21 | | 04/29/2005 | | M | 18,000 | 01/28/2003 | 01/28/2012 | Common Stock | 18,000 |
| Employee Stock Option (Right to Buy) | | | \$ 28.4375 | | 05/02/2005 | | M | 12,200 | 06/24/2000 | 06/24/2009 | Common Stock | 12,200 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| SHOR MICHAEL L CARPENTER TECHNOLOGY CORPORATION 101 WEST BERN STREET READING, PA 19601 | | | | Sr. VP-Engineered Products Op. |

Signatures

David A.
Christiansen/POA

05/03/2005

**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).
- (1) Includes shares acquired under the Carpenter Technology Corporation Dividend Reinvestment Program.
- (2) Includes shares acquired under the Savings Plan of Carpenter Technology Corporation. The share balance under the Savings Plan of Carpenter Technology fluctuates due to rounding differences produced by the Plan's method of estimating shares.
- (3) The reporting person was granted an option to buy shares of common stock under the Carpenter Technology Corporation Stock-Based Compensation Plan for Officers and Key Employees.

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.