

CARPENTER TECHNOLOGY CORP
 Form 4
 December 06, 2012

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 *
 STEPHANS PETER N

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, PO BOX 14662

(Street)

READING, PA 19612-4662

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
 12/04/2012

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

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

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/29/2012		J	V	15,921	A	\$ 48.06	15,921	I	Trustee of Charitable Foundation
Common Stock	12/04/2012		S		15,921	D	\$ 48.06	0	I	Trustee of Charitable Foundation
Common Stock								38,296	D	
Common Stock								38,296	I	By spouse in trust

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Common Stock						19,000	I	By Grantor Retained Annuity Trust
Common Stock						7,400	I	Spouse of Trustee
Common Stock						7,400	I	Spouse of Trustee
Common Stock	12/04/2012	M	8,000	A	\$ 22.35	46,296	D	
Common Stock	12/04/2012	M	2,358	A	\$ 17.29	48,654	D	
Common Stock						38,296	I	By spouse in trust
Common Stock						19,000	I	By Grantor Retained Annuity Trust
Common Stock						7,400	I	Spouse of Trustee
Common Stock						7,400	I	Spouse of Trustee
Common Stock	12/04/2012	S	10,358	D	\$ 47.89 <u>(3)</u>	38,296 ⁽⁴⁾	D	
Common Stock						38,296 ⁽⁵⁾	I	By spouse in trust
Common Stock						19,000 ⁽⁶⁾	I	By Grantor Retained Annuity Trust
Common Stock						7,400 ⁽⁷⁾	I	Spouse of Trustee
Common Stock						7,400 ⁽⁷⁾	I	Spouse of Trustee

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)

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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.
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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (Right to Buy)	\$ 22.35	12/04/2012		M		8,000		10/13/2009	10/13/2018	Common Stock	8,000
Director Stock Option (Right to Buy)	\$ 17.29	12/04/2012		M		2,358		07/29/2010	07/09/2019	Common Stock	2,358

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEPHANS PETER N CARPENTER TECHNOLOGY CORPORATION PO BOX 14662 READING, PA 19612-4662	X			

Signatures

James D.
Dee/POA

12/06/2012

**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 transaction involved a gift of securities by Ada Rossin to the Rossin Foundation, of which the reporting person is a trustee. The
- (1) reporting person disclaims beneficial ownership of these shares, and this report should not be deemed an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.
 - (2) Disposition of shares from a charitable foundation, of which the reporting person is a trustee.
 - (3) The price reported is an average of the total transactions executed for the day, with the individual transactions ranging from a low of \$47.86 per share to a high of \$47.90 per share.

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- (4) These shares are held in the Peter N. Stephans Revocable Trust, dated March 15, 2004, Peter N. Stephans and Joan R. Stephans, Trustees
- (5) These shares are held in the Joan R. Stephans Revocable Trust, dated March 15, 2004, Peter N. Stephans and Joan R. Stephans, Trustees
- (6) These shares are held in a grantor retained annuity trust, created on December 18, 2009, PNC Bank, N.A., Trustee.

These shares are held in the Irrevocable Deed of Trust of Peter C. Rossin and Ada E. Rossin, dated July 12, 1989, Ada E. Rossin and Joan Elizabeth Rossin Stephans, Trustees, for the benefit of the reporting person's children. The reporting person disclaims beneficial

- (7) ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16, or for any other purpose.
- (8) The reporting person was granted an option to buy shares of common stock under the Carpenter Technology Corporation Stock-Based Compensation Plan for Non-Employee Directors.

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.