

CARPENTER TECHNOLOGY CORP

Form 4

December 06, 2012

FORM 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(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)

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

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

READING, PA 19612-4662

(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
☐ 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 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)
Common Stock	11/29/2012		J	V 15,921 A <u>11</u>	15,921	I	Trustee of Charitable Foundation
Common Stock	12/04/2012		S	15,921 (2) 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 ⁽³⁾	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.

SEC 1474
(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.
				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.

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