

CARPENTER TECHNOLOGY CORP

Form SC 13D/A

November 07, 2005

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 3) *

CARPENTER TECHNOLOGY CORPORATION

(Name of Issuer)

Common Stock, par value \$5.00 per share

(Title of Class of Securities)

144285 10 3

(CUSIP Number)

John A. Martin
c/o PNC Advisors - Hawthorn
249 Fifth Avenue, 2nd Floor
Pittsburgh, PA 15222
(412) 762-2766

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

November 3, 2005

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss.240.13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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SCHEDULE 13D/A (Amendment No. 3)

CUSIP No. 144285 10 3

1. NAME OF REPORTING PERSON Ada E. Rossin

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (Entities Only)
 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) []
(b) [X]
 3. SEC USE ONLY
 4. SOURCE OF FUNDS
 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e) []
 6. CITIZENSHIP OR PLACE OF ORGANIZATION United States Citizen
- | | | | |
|--------------|-------|--------------------------|---------|
| NUMBER OF | 7. | SOLE VOTING POWER | 474,770 |
| SHARES | ----- | | |
| BENEFICIALLY | 8. | SHARED VOTING POWER | 906,144 |
| OWNED BY | ----- | | |
| EACH | 9. | SOLE DISPOSITIVE POWER | 474,770 |
| REPORTING | ----- | | |
| PERSON WITH | 10. | SHARED DISPOSITIVE POWER | 906,144 |
| | ----- | | |
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON 1,380,914

 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES []
 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 5.51%

 14. TYPE OF REPORTING PERSON IN

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This Schedule 13D/A, Amendment No. 3 (the "Amendment") relates

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to the common stock, par value \$5.00 per share ("Common Stock") of Carpenter Technology Corporation ("CTC"). Except as specifically set forth in this Amendment, the Schedule 13D, as amended on November 5, 2004 and May 26, 2005 (the "Schedule 13D"), remains unmodified.

Item 5. Interest in Securities of the Issuer.

Items 5(a) and (b) of the Schedule 13D are hereby amended and restated to read as set forth below. Items 5(c)-(e) remain unchanged.

(a) Ada E. Rossin may be deemed to indirectly beneficially own (i) 88,844 shares of CTC Common Stock as co-trustee of two trusts (the "Trusts") for the benefit of her two grandchildren, (ii) 817,300 shares of CTC Common Stock as co-trustee and lifetime beneficiary of the Ada E. Rossin Revocable Trust and (iii) 474,770 shares of CTC Common Stock as trustee and beneficiary of the Ada E. Rossin QTIP Trust. Accordingly, Ada E. Rossin may be deemed to be the beneficial owner of a total of 1,380,914 shares of CTC Common Stock or approximately 5.51% of the outstanding shares of CTC Common Stock.

(b) Ada E. Rossin has sole voting and dispositive power over the 474,770 shares of CTC Common Stock in the Ada E. Rossin QTIP Trust. In addition, Ada E. Rossin has shared voting and dispositive power over 88,844 shares of CTC Common Stock in the Trusts and the 817,300 shares in the Ada E. Rossin Revocable Trust.

Item 7. Material to be Filed as Exhibits.

Exhibit No. -----	Description -----
24.1	Power of Attorney (incorporated by reference from Exhibit 24.1 to the amended Schedule 13D filed by Ada E. Rossin on November 5, 2004).

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Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete, and correct.

Dated: November 7, 2005

/s/ John A. Martin

John A. Martin, Attorney-in-Fact for
Ada E. Rossin

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Exhibit Index

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