

CARPENTER TECHNOLOGY CORP

Form 4/A

November 23, 2005

FORM 4**UNITED 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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(Print or Type Responses)

1. Name and Address of Reporting Person *
TORCOLINI ROBERT J

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)
11/21/2005

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

(Street)

READING, PA 19601

4. If Amendment, Date Original
Filed(Month/Day/Year)
11/23/2005

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 (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)
Common Stock	11/21/2005		M	4,000 A	\$ 45.5625	93,145.7	D
Common Stock	11/21/2005		S	2,000 D	\$ 65.01	91,145.7	D
Common Stock	11/21/2005		S	2,000 D	\$ 65.2	89,145.7	D
Common Stock	11/23/2005		M	3,600 A	\$ 45.5625	92,745.7	D
	11/23/2005		S	2,000 D	\$ 65.2	90,745.7	D

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Common
Stock

Common Stock	11/23/2005	S	1,600	D	\$ 65.45	89,145.7	D
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Common Stock	11/23/2005	S	4,000	D	\$ 66	85,145.7	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(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, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 45.5625	11/21/2005		M	4,000	06/26/1998	06/26/2007	Common Stock	4,000
Employee Stock Option (Right to Buy)	\$ 45.5625	11/23/2005		M	3,600	06/26/1998	06/26/2007	Common Stock	3,600

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
TORCOLINI ROBERT J CARPENTER TECHNOLOGY CORPORATION 101 WEST BERN STREET	X President and CEO

READING, PA 19601

Signatures

Robert J.
Torcolini

11/23/2005

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) 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.
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