

CARPENTER TECHNOLOGY CORP  
Form 3  
October 13, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

|  |   |   |  |   |  |
|--|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â DEE JAMES D</p> <p>(Last) (First) (Middle)</p> <p>CARPENTER TECHNOLOGY CORPORATION,Â PO BOX 14662</p> <p>(Street)</p> <p>READING,Â PAÂ 19612</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/11/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CARPENTER TECHNOLOGY CORP [CRS]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>VP, Gen Counsel &amp; Secretary</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|--|---|--|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 24,922 <sup>(1)</sup>                                    | D   | Â  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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|                                      | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |   |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option (right to buy) | Â (2)            | 09/13/2020      | Common Stock | 4,952                      | \$ 34.77 | D                                     | Â |
| Employee Stock Option (right to buy) | Â (3)            | 07/28/2021      | Common Stock | 3,144                      | \$ 56.52 | D                                     | Â |
| Employee Stock Option (right to buy) | Â (4)            | 07/31/2022      | Common Stock | 3,596                      | \$ 47.86 | D                                     | Â |
| Employee Stock Option (right to buy) | Â (5)            | 07/30/2023      | Common Stock | 3,392                      | \$ 52.41 | D                                     | Â |
| Employee Stock Option (right to buy) | 03/01/2017       | 03/01/2021      | Common Stock | 3,511                      | \$ 59.15 | D                                     | Â |
| Employee Stock Option (right to buy) | Â (6)            | 08/01/2024      | Common Stock | 4,210                      | \$ 53.95 | D                                     | Â |
| Employee Stock Option (right to buy) | Â (7)            | 08/03/2025      | Common Stock | 8,751                      | \$ 36.82 | D                                     | Â |
| Employee Stock Option (right to buy) | Â (8)            | 08/01/2026      | Common Stock | 9,238                      | \$ 39.02 | D                                     | Â |
| Employee Stock Option (right to buy) | 08/01/2019       | 08/01/2026      | Common Stock | 61,938                     | \$ 39.02 | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| DEE JAMES D<br>CARPENTER TECHNOLOGY CORPORATION<br>PO BOX 14662<br>READING, PA 19612 | Â             | Â         | Â VP, Gen Counsel & Secretary | Â     |

## Signatures

James D. Dee 10/13/2016

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 restricted stock units granted under the Carpenter Technology Corporation Stock-Based Compensation Plan for Officers and Key Employees.
- (2) This award became exercisable in equal amounts on each of 9/13/11, 9/13/12 and 9/13/13.
- (3) This award became exercisable in equal amounts on each of 7/28/12, 7/28/13 and 7/28/14.

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- (4) This award became exercisable in equal amounts on each of 7/31/13, 7/31/14 and 7/31/15.
- (5) This award became exercisable in equal amounts on each of 7/30/14, 7/30/15 and 7/30/16.
- (6) One-third of this award became exercisable on each of 8/1/15 and 8/1/16; and one-third will become exercisable on 8/1/17.
- (7) One-third of this award became exercisable on 8/3/16; and one-third will become exercisable on each of 8/3/17 and 8/3/18.
- (8) This award will become exercisable in equal amounts on each of 8/1/17, 8/1/18 and 8/1/19.

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.