

CARPENTER TECHNOLOGY CORP

Form S-8

October 31, 2007

Registration Statement No. 333-_____

Filed with the Securities and Exchange Commission on October 31, 2007

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

CARPENTER TECHNOLOGY CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

23-0458500

(I.R.S. Employer
Identification Number)

P.O. Box 14662

Reading, PA 19612

(Address of Principal Executive Offices)

Carpenter Technology Corporation Stock-Based Compensation Plan

For Non-Employee Directors

(Full title of the plan)

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Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Reading, Pennsylvania, on October 15, 2007.

Attest: /s/ Oliver C. Mitchell, Jr.

CARPENTER TECHNOLOGY CORPORATION

Oliver C. Mitchell, Jr

Senior Vice President, General Counsel and

Secretary

By: /s/ Anne L. Stevens

Anne L. Stevens

Chairman, President and Chief

Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Oliver C. Mitchell, Jr. and K. Douglas Ralph, and each of them, his or her true and lawful attorney-in-fact, as agent with full power of substitution and resubstitution for him and in his name, place and stead, in any and all capacity, to sign any or all amendments to this Registration Statement and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto such attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully and to all intents and purposes as they might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or their substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Signature	Capacity	Date
<u>/s/ Anne L. Stevens</u> Anne L. Stevens	Director, Chairman, President and Chief Executive Officer (Principal Executive Officer)	October 15, 2007
<u>/s/ K. Douglas Ralph</u> K. Douglas Ralph	Chief Financial Officer and Senior Vice President - Finance (Principal Financial Officer/ Principal Accounting Officer)	October 15, 2007
<u>/s/ Carl G. Anderson, Jr.</u> Carl G. Anderson, Jr.	Director	October 15, 2007
<u>/s/ Robert R. McMaster</u>	Director	October 15, 2007

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Robert R. McMaster

/s/ I. Martin Inglis Director October 15, 2007

I. Martin Inglis

/s/ Gregory A. Pratt Director October 15, 2007

Gregory A. Pratt

/s/ Kathryn C. Turner Director October 15, 2007

Kathryn C. Turner

/s/ Jeffrey Wadsworth Director October 15, 2007

Jeffrey Wadsworth

/s/ Stephen M. Ward, Jr. Director October 15, 2007

Stephen M. Ward, Jr.

/s/ Dr. Philip M. Anderson Director October 15, 2007

Dr. Philip M. Anderson

INDEX TO EXHIBITS

<u>Exhibit</u>	<u>Description</u>
5.1	Opinion of Barley Snyder re: Legality
23.1	Consent of Barley Snyder
23.2	Consent of PricewaterhouseCoopers LLP
24	Reference is made to the Signatures section of this Registration Statement for the Power of Attorney contained therein

