

CARPENTER TECHNOLOGY CORP
Form SC 13G/A
February 04, 2015

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

SCHEDULE 13G*

(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED**

PURSUANT TO RULE 13d-2

(Amendment No. 1)*

Under the Securities Exchange Act of 1934

Carpenter Technology Corp.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

144285103

(CUSIP Number)

December 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* 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 the disclosures provided in a prior cover page.

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The information required in 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).

CUSIP No. 144285103

1	Name of Reporting Persons EdgePoint Investment Group Inc.	
2	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="radio"/>	
	(b) <input type="radio"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Ontario	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0
	6	Shared Voting Power 3,519,886
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 3,519,886
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,519,886	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/>	
11	Percent of Class Represented by Amount in Row (9) 6.6% ¹	
12	Type of Reporting Person (See Instructions) FI	

¹ The calculation of percentage of beneficial ownership in this filing was derived from the Issuer's Form 10-Q for the quarterly period ended September 30, 2014 filed with the Securities and Exchange Commission in which the Issuer stated that the number of shares of its common stock outstanding at September 30, 2014 was 53,237,660 shares. This percentage is rounded off to the nearest tenth. Similarly, the percentage reflecting the aggregate amount beneficially owned by each reporting person in this Schedule 13G is also rounded off to the nearest tenth.

CUSIP No. 144285103

1	Name of Reporting Persons Cymbria Corporation	
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input type="radio"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Ontario	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0
	6	Shared Voting Power 341,284
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 341,284
9	Aggregate Amount Beneficially Owned by Each Reporting Person 341,284	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/>	
11	Percent of Class Represented by Amount in Row (9) 0.6%	
12	Type of Reporting Person (See Instructions) FI	

CUSIP No. 144285103

1	Name of Reporting Persons EdgePoint Canadian Growth & Income Portfolio	
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input type="radio"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Ontario	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0
	6	Shared Voting Power 70,000
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 70,000
9	Aggregate Amount Beneficially Owned by Each Reporting Person 70,000	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/>	
11	Percent of Class Represented by Amount in Row (9) 0.1%	
12	Type of Reporting Person (See Instructions) FI	

CUSIP No. 144285103

1	Name of Reporting Persons EdgePoint Canadian Portfolio	
2	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="radio"/>	
	(b) <input type="radio"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Ontario	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0
	6	Shared Voting Power 70,000
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 70,000
9	Aggregate Amount Beneficially Owned by Each Reporting Person 70,000	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)	<input type="radio"/>
11	Percent of Class Represented by Amount in Row (9) 0.1%	
12	Type of Reporting Person (See Instructions) FI	

CUSIP No. 144285103

1	Name of Reporting Persons EdgePoint Global Growth & Income Portfolio	
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input type="radio"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Ontario	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0
	6	Shared Voting Power 571,278
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 571,278
9	Aggregate Amount Beneficially Owned by Each Reporting Person 571,278	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/>	
11	Percent of Class Represented by Amount in Row (9) 1.1%	
12	Type of Reporting Person (See Instructions) FI	

CUSIP No. 144285103

1	Name of Reporting Persons EdgePoint Global Portfolio	
2	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="radio"/>	
	(b) <input type="radio"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Ontario	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0
	6	Shared Voting Power 1,600,229
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 1,600,229
9	Aggregate Amount Beneficially Owned by Each Reporting Person 1,600,229	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/>	
11	Percent of Class Represented by Amount in Row (9) 3.0%	
12	Type of Reporting Person (See Instructions) FI	

CUSIP No. 144285103

- | | | |
|--|---|-------------------------------------|
| 1 | Name of Reporting Persons
St. James s Place Global Equity Unit Trust | |
| 2 | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| | (a) <input type="radio"/> | |
| | (b) <input type="radio"/> | |
| 3 | SEC Use Only | |
| 4 | Citizenship or Place of Organization
United Kingdom | |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 5 | Sole Voting Power
0 |
| | 6 | Shared Voting Power
867,095 |
| | 7 | Sole Dispositive Power
0 |
| | 8 | Shared Dispositive Power
867,095 |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person
867,095 | |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/> | |
| 11 | Percent of Class Represented by Amount in Row (9)
1.6% | |
| 12 | Type of Reporting Person (See Instructions)
FI | |

CUSIP No. 144285103

Item 1.

- (a) Name of Issuer:
Carpenter Technology Corp.
- (b) Address of Issuer's Principal Executive Offices:
2 Meridian Boulevard Wyomissing PA 19612

Item 2.

- (a) Name of Person Filing:
The persons filing this Schedule 13G are (i) EdgePoint Investment Group Inc. (EIG), an advisor/portfolio manager (investment fund manager) registered with the Ontario Securities Commission; (ii) Cymbria Corporation (Cymbria), a closed end fund corporation; (iii) EdgePoint Canadian Growth & Income Portfolio (EPC G&I), a mutual fund trust; (iv) EdgePoint Canadian Portfolio (EPC), a mutual fund trust; (v) EdgePoint Global Growth & Income Portfolio (EPG G&I), a mutual fund trust; (vi) EdgePoint Global Portfolio (EPG), a mutual fund trust; and (vii) St James's Place Global Equity Unit Trust (SJPGEUT and together with Cymbria, EPC G&I, EPC, EPG G&I and EPG, the Funds), a unit trust collective investment scheme. EIG is the advisor/portfolio manager to each of the Funds. EIG and each of the Funds are party to an investment management agreement pursuant to which all voting and dispositive power over securities held by each Fund is delegated to EIG. The investment management agreement can be terminated by any party on 60 days prior notice with the exception of SJPGEUT where 90 days prior notice is required by EIG and no notice by SJPGEUT. Attached as Exhibit 1 hereto, which is incorporated by reference herein, is an agreement between EIG and the Funds that this Schedule 13G is filed on behalf of each of them.
- (b) Address of Principal Business Office or, if none, Residence:
150 Bloor Street West, Suite 500, Toronto, Ontario M5S 2X9, Canada
- (c) Citizenship:

EIG is a corporation organized under the laws of Ontario

Cymbria is a corporation organized under the laws of Ontario

EPC G&I is a mutual fund trust established under the laws of Ontario

EPC is a mutual fund trust established under the laws of Ontario

EPG G&I is a mutual fund trust established under the laws of Ontario

EPG is a mutual fund trust established under the laws of Ontario

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SJPGEUT is a unit trust collective investment scheme established under the laws of the United Kingdom

- (d) Title of Class of Securities:
Common Stock
- (e) CUSIP Number:
144285103

Item 3.

If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- (a)