Edgar Filing: MANGUM MYLLE H - Form 4

Form 4	I MYLLE H												
December										OMB A	PPROVAL		
FOR	VI 4 UNITED	STATES						NGE CO	OMMISSION	ОМВ	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction Section 17(a) of the 30(h)			F CHA Section Public	NGES SEC 16(a) o Utility	IN CU of t Ho	RITIES he Securit	Number: Expires: Estimated a burden hou response	January 31, 2005 average irs per					
1(b).						-							
(Print or Type	e Responses)												
1. Name and Address of Reporting Person <u>*</u> MANGUM MYLLE H			Symbol Iss						5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			BARNES GROUP INC [B] 3. Date of Earliest Transaction						(Check all applicable)				
. ,	GROUP INC., 12			/Day/Ye		Transaction		-	_X Director Officer (give t elow)		ó Owner er (specify		
	(Street)			nendmer lonth/Day		Date Origina ar)	1). Individual or Joi Applicable Line)	nt/Group Filin	ng(Check		
BRISTOL	, CT 06011-0489							-	X Form filed by O Form filed by Mo Person				
(City)	(State)	(Zip)	Та	ble I - N	lon-	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	ed Date, if	3. Transa Code (Instr. 5	ctio 8)	4. Securitie Disposed of (Instr. 3, 4 a	s Acq f (D) and 5) (A) or	uired (A) on	 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				Code	v	Amount	(D)	Price	5,550 <u>(1)</u>	D			
Common Stock	12/09/2005			А		3.1556	A	\$ 34.3296	509.1945	I	By Non-Employee Director Deferred Stock Plan		
Common Stock	12/09/2005			A		38.3051	A	\$ 34.3296	547.4996	I	By Non-Employee Director Deferred Stock Plan		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	4. Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of		

Code V (A) (D)

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MANGUM MYLLE H BARNES GROUP INC. 123 MAIN STREET BRISTOL, CT 06011-0489	Х							
Signatures								

Signe S. Gates, pursuant to a Power of Attorney

**Signature of Reporting Person

12/13/2005

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) Includes 2,000 Restricted Stock Units granted 2/12/03, 1,550 granted 4/14/04 and 2,000 granted 2/17/05 that are subject to forfeiture if certain events occur.

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.

Shares