### WOLF IDELLE K

Form 4

Common

Common

Stock

Stock

December 16, 20	05										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  Washington, D.C. 20549  Number:  Expires:  Expires:  Estimated average burden hours per response  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 Respo	nses)										
1. Name and Address of Reporting Person ** WOLF IDELLE K			2. Issuer Name <b>and</b> Ticker or Trading Symbol BARNES GROUP INC [B]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)  BARNES GROUSTREET	3. Date of Earliest Transaction (Month/Day/Year) 12/15/2005				Director 10% Owner Selection Other (specify below)						
(Street) 4. If Amendment, Date Origina Filed(Month/Day/Year)  BRISTOL, CT 06011-0489					_		<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)  _X_ Form filed by One Reporting Person  Form filed by More than One Reporting Person</li> </ul>				
(City) (	(State) (2	Zip)				~					
1.Title of 2. T	ransaction Date onth/Day/Year)		ned n Date, if	3. Transaction Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3,	ies (A) or of (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Benefic 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
									By		

Company's Employee

Stock

Purchase Plan Ву

Company's

401(k) Plan

6,425.8915

110.642

I

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### Edgar Filing: WOLF IDELLE K - Form 4

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.

**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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Sha
Employee Stk Option-Right to Buy	\$ 34.21	12/15/2005		A	15,000	(2)	12/15/2015	Common Stock	15,00

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

WOLF IDELLE K BARNES GROUP INC. 123 MAIN STREET BRISTOL, CT 06011-0489

VP,BGI; COO, B. Distribution

### **Signatures**

Signe S. Gates, pursuant to a Power of 12/16/2005 Attorney

> \*\*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).
- Includes 8,000 Restricted Stock Units granted 2/12/03, 5,000 granted 4/14/04 and 3,000 Restricted Stock Units and 3,000 Performance Share Awards granted 2/16/05 that are subject to forteiture if certain events occur.
- (2) The options vest at the rate of 33.334% on the 12th month and 33.333% on the 24th and 48th months beginning 12/15/2005.

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.

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