WOLF IDELLE K
Form 4
November 28, 2005

FORM 4

OMB APPROVAL

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

STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person *
WOLF IDELLE K

(Last) (First) (Middle)

BARNES GROUP INC., 123 MAIN STREET

(Street)

BRISTOL, CT 06011-0489

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BARNES GROUP INC [B]

3. Date of Earliest Transaction (Month/Day/Year)
11/23/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP-BGI; Pres. B. Distrb. N A

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/23/2005		M		2,444	A	$ 26.5	0	D	
Common Stock	11/23/2005		F		2,017	D	$ 35.57	0	D	
Common Stock	11/23/2005		M		2,552	A	$ 26.5	0	D	
Common Stock	11/23/2005		F		2,107	D	$ 35.57	0	D	
Common Stock	11/23/2005		M		2,752	A	$ 26.5	0	D	

Common Stock	11/23/2005		F	2,272	D	$ 35.57	0	D	
Common Stock	11/23/2005		M	1,422	A	$ 26.5	0	D	
Common Stock	11/23/2005		F	1,175	D	$ 35.57	0	D	
Common Stock	11/23/2005		M	1,014	A	$ 26.5	0	D	
Common Stock	11/23/2005		F	838	D	$ 35.57	55,073 (1)	D	
Common Stock							6,384.9735	I	By Company's Employee Stock Purchase Plan
Common Stock							109.972	I	By Company's 401(k) Plan

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

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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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of Sh
Employee Stk Option-Right to Buy	$ 26.5	11/23/2005		M			2,444	(2)	05/11/2010	Common Stock	2
Employee Stk Option-Right to Buy	$ 35.57	11/23/2005		A		2,017		11/23/2005	05/11/2010	Common Stock	2

Employee Stk Option-Right to Buy	$ 26.5	11/23/2005		M		2,552	(2)	02/05/2012	Common Stock	2
Employee Stk Option-Right to Buy	$ 35.57	11/23/2005		A	2,107		11/23/2005	02/05/2012	Common Stock	2
Employee Stk Option-Right to Buy	$ 26.5	11/23/2005		M		2,752	(2)	05/11/2010	Common Stock	2
Employee Stk Option-Right to Buy	$ 35.57	11/23/2005		A	2,272		11/23/2005	05/11/2010	Common Stock	2
Employee Stk Option-Right to Buy	$ 26.5	11/23/2005		M		1,422	(2)	05/11/2010	Common Stock	1
Employee Stk Option-Right to Buy	$ 35.57	11/23/2005		A	1,175		11/23/2005	05/11/2010	Common Stock	1
Employee Stk Option-Right to Buy	$ 26.5	11/23/2005		M		1,014	(2)	05/11/2010	Common Stock	1
Employee Stk Option-Right to Buy	$ 35.57	11/23/2005		A	838		11/23/2005	05/11/2010	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOLF IDELLE K BARNES GROUP INC. 123 MAIN STREET BRISTOL, CT 06011-0489			VP-BGI; Pres. B. Distrb. N A	

Signatures

Signe S. Gates, pursuant to a Power of Attorney	11/28/2005
**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).

(1) 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 forfeiture if certain events occur.

(2) The options vest 100% immediately on 2/28/2005.

(3) 1 for 1.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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