BENANAV GARY G

Form 4

Common

Stock

09/10/2009

September 14, 2009

if no lo subject Sectior Form 4 Form 5 obligat may co	this box onger to STATE 116. or Filed putions Section 17	MENT OF arsuant to Section (a) of the P	CHA:	NGES II SECU 16(a) of 1 Jtility Ho	n, D.C. 20 N BENEFI URITIES the Securit	549 ICIAI ies Ex ipany	Cowne change A Act of 19		OMB AP OMB Number: Expires: Estimated av burden hours response	3235-0287 January 31, 2005 verage		
(Print or Type	e Responses)											
BENANAV GARY G			Symbol	2. Issuer Name and Ticker or Trading rmbol ARNES GROUP INC [B]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First)	(Middle)	3. Date	of Earliest	Transaction			(Спеск	ан аррисавіе)			
BARNES STREET	GROUP INC., 12		(Month/ 09/10/	Day/Year) 2009			_	<pre>X Director Officer (give ti ow)</pre>		Owner (specify		
	(Street)	4	4. If An	nendment,	Date Original	l	6. 1	Individual or Joi	nt/Group Filing	g(Check		
BRISTOL	, CT 06011-0489]	Filed(M	onth/Day/Yo	ear)		_X	plicable Line) _ Form filed by Or _ Form filed by Mo son				
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivative	Securit	ties Acquire	ed, Disposed of,	or Beneficially	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Deany (Month/Day/	l ate, if	3.	4. Securities on Disposed of (Instr. 3, 4 ε	s Acqui	_	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						,		31,744 (1)	D			
Stock Common Stock	09/10/2009			A	116.8307	A	\$ 15.9965	0	I	By Non-Employee Director Deferred Stock		

59.7003 A \$ 5,147.1132 I

A

Non-Employee

Deferred Stock

Director

Plan By

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.

SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	nte	Amou	nt of	Derivative]
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	5
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date		Title Number of	or		
						Exercisable					
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 6	Director	10% Owner	Officer	Other			
BENANAV GARY G BARNES GROUP INC. 123 MAIN STREET BRISTOL, CT 06011-0489	X						

Signatures

Signe S. Gates, pursuant to a Power of Attorney 09/14/2009

**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 1421 restricted stock units from 2/13/08 grant and 5895 from 2/10/09 grant, that are subject for 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.

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