Toussaint Claudia S
Form 3
April 27, 2010

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â Toussaint Claudia S

(Last) (First) (Middle)

BARNES GROUP INC.,Â 123 MAIN STREET

(Street)

BRISTOL,Â CTÂ 06010

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
04/26/2010

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
SVP, Gen. Counsel & Secretary

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

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 Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	19,500 (1)	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stk Option-Right to Buy	Â (2)	04/26/2020	Common Stock	17,500	$ 20.89	D	Â
Employee Stk Option-Right to Buy	Â (3)	04/26/2020	Common Stock	20,700	$ 20.89	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Toussaint Claudia S BARNES GROUP INC. 123 MAIN STREET BRISTOL,Â CTÂ 06010	Â	Â	Â SVP, Gen. Counsel & Secretary	Â

Signatures

Claudia S. Toussaint	04/27/2010
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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 13,500 Restricted Stock Units and 6,000 Performance Share Awards granted 4/26/2010 that are subject to forfeiture if certain events occur.

(2) The option vests at the rate of 33.3334% on August 8, 2011, and 33.3333% on each of August 8, 2012 and August 8, 2013.

(3) The option vests at the rate of 33.3334% on October 26, 2011, and 33.3333% on each of October 26, 2012 and October 26, 2013.

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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