Edgar Filing: BARNES GROUP INC - Form 4

**BARNES GROUP INC** 

Form 4 March 12, 2003

## FORM 4

\_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### **OMB APPROVAL**

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Address of Repo				nd Ticke [nc. ''B''	r or T	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (First) (Middle)				rting F	er	cation Nurson, ntary)	mbei	N	Statement for Ionth/Day/Year Iarch 11, 2003	Director 10% Owner X Officer (give title below) Other (specify below)  President and Chief Executive Officer		
(Street) Bristol, CT 06011-0489								D	. If Amendment, Pate of Original Month/Day/Year)	7. Individu (Check Ap <u>X</u> Form fil Person	nal or Joint/Group Filing oplicable Line) led by One Reporting led by More than One Person	
(City) (State)	(Zip)		Т	able I		Non-Dei	ivati	ve Se	ecurities Acquired, Dis			
1. Title of Security (Instr. 3)	Title of Security 2. Trans- action Execution Date (Month/ if an		Code th/Day/ (Instr. 8)			4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	ship Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							or (D)					
Common Stock, Par Value \$0.01 Per Share							. /		234,205	D		
Common Stock, Par Value \$0.01 Per Share									4,933.6966		By Employee Stock Purchase Plan	
Common Stock, Par Value \$0.01 Per Share									3,817.426 <sup>(1)</sup>	I	By 401(k) Plan	

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

FORM 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially

(e.g., puts, calls, warrants, options, convertible securities)

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

## Edgar Filing: BARNES GROUP INC - Form 4

1. Title of	2. Conver-	3. Trans-	3A.	4.	5	<ol><li>6. Date Exerci</li></ol>			isable	7. Title and		8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	action	Deemed	Trans-	- 1	Number and Expiration				Amount of		Derivative	Derivative	Owner-	of Indirect
Security	Exercise	Date	Execution	action	ı o	of Date				Underlyin	ıg	Security	Securities	ship	Beneficial
	Price of		Date,	Code	Ι	Deriv	ati	(Meanth/Day/		Securities		(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative	(Month/	if any		S	Secui	itic	¥ear)		(Instr. 3 & 4)			Owned	of Deriv-	(Instr. 4)
	Security	Day/	(Month/	(Instr.	A	Acqu	ire	d					Following	ative	,
		Year)	Day/	8)	(	A) o	r						Reported	Security:	
			Year)		Ì	Disposed							Transaction(s)	Direct	
						of (D)							(Instr. 4)	(D)	
													(1115111 1)	or	
					(	(Instr.								Indirect	
					3	, 4 &	ž							(I)	
					5	5)								(Instr. 4)	
				Code	V (	A) (	D)	Date	Expira-	Title	Amount				
								Exer-cisable	tion		or				
									Date		Number				
											of				
											Shares				
Dividend	1 for 1	03/11/03						(2)	(2)	Common			14,535.65	D	
Equivalents								_		Stock			,		
(Right to															
Receive)															

Explanation of Responses:

By: /s/ Signe S. Gates, Attorney-in-Fact March 12, 2003
Date

\*\*Signature of Reporting Person

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

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 Number.

<sup>(1)</sup> Represents the number of shares beneficially owned as of March 11, 2003.

<sup>(2)</sup> The Rights become exercisable for shares of common stock proportionally with incentive stock units to which they relate. The actual receipt of the shares is based on conditions being met.

<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).