

BARNES GROUP INC
Form 8-K
September 01, 2009

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

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): 08/31/2009

BARNES GROUP INC.

(Exact name of registrant as specified in its charter)

Commission File Number: 1-04801

Delaware
(State or other jurisdiction of
incorporation)

06-0247840
(IRS Employer
Identification No.)

123 Main Street
Bristol, Connecticut
06010
(Address of principal executive offices, including zip code)

(860) 583-7070
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Named Executive Officer Retires.

(b) Mr. John R. Arrington, a named executive officer who is currently serving as Senior Vice President, Organizational Effectiveness and who had previously served as Senior Vice President, Human Resources, retired on August 31, 2009.

(e) Mr. Arrington entered into a consulting services agreement with the Company, dated as of September 1, 2009, to provide consultation services to the Company following his retirement on human resources matters until February 28, 2010. Mr. Arrington will receive \$20,000 per month compensation for such services.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BARNES GROUP INC.

Date: September 01, 2009

By: /s/ Signe S. Gates

Signe S. Gates
Senior Vice President, General Counsel, and Secretary