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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2014****Open to Public Inspection****For calendar year 2014 or tax year beginning****, 2014, and ending****, 20**

Name of foundation

Barnes Group Foundation Inc.

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

123 Main Street

City or town, state or province, country, and ZIP or foreign postal code

Bristol, CT 06010

**A Employer identification number**

23-7339727

**B Telephone number (see instructions)**

860-583-7070

**C** If exemption application is pending, check here ☐**D 1.** Foreign organizations, check here ☐**2.** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**G** Check all that apply☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change**H** Check type of organization☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation**I** Fair market value of all assets at

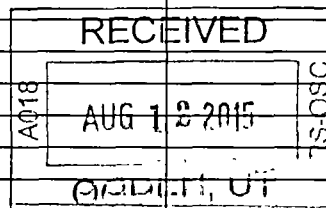
end of year (from Part II, col (c), line

16) **\$** 1,420,761**J** Accounting method ☐ Cash ☒ Accrual☐ Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))**(a) Revenue and expenses per books****(b) Net investment income****(c) Adjusted net income****(d) Disbursements for charitable purposes (cash basis only)**

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule) . . . . .	1,100,000			
<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B . . . . .				
<b>3</b> Interest on savings and temporary cash investments . . . . .	11,166	11,166		
<b>4</b> Dividends and interest from securities . . . . .				
<b>5a</b> Gross rents . . . . .				
<b>b</b> Net rental income or (loss) . . . . .				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10 . . . . .	-5,932			
<b>b</b> Gross sales price for all assets on line 6a . . . . .				
<b>7</b> Capital gain net income (from Part IV, line 2) . . . . .				
<b>8</b> Net short-term capital gain . . . . .				
<b>9</b> Income modifications . . . . .				
<b>10a</b> Gross sales less returns and allowances . . . . .				
<b>b</b> Less: Cost of goods sold . . . . .				
<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
<b>11</b> Other income (attach schedule) . . . . .	19			
<b>12</b> <b>Total.</b> Add lines 1 through 11 . . . . .	1,105,253	11,166		
<b>13</b> Compensation of officers, directors, trustees, etc. . . . .				
<b>14</b> Other employee salaries and wages . . . . .				
<b>15</b> Pension plans, employee benefits . . . . .				
<b>16a</b> Legal fees (attach schedule) . . . . .				
<b>b</b> Accounting fees (attach schedule) . . . . .				
<b>c</b> Other professional fees (attach schedule) . . . . .				
<b>17</b> Interest . . . . .				
<b>18</b> Taxes (attach schedule) (see instructions) . . . . .				
<b>19</b> Depreciation (attach schedule) and depletion . . . . .				
<b>20</b> Occupancy . . . . .				
<b>21</b> Travel, conferences, and meetings . . . . .				
<b>22</b> Printing and publications . . . . .				
<b>23</b> Other expenses (attach schedule) . . . . .	8,700			
<b>24</b> <b>Total operating and administrative expenses.</b> Add lines 13 through 23. . . . .	8,700			
<b>25</b> Contributions, gifts, grants paid . . . . .	1,183,830			1,183,830
<b>26</b> <b>Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .	1,192,530			1,183,830
<b>27</b> Subtract line 26 from line 12 . . . . .				
<b>a</b> Excess of revenue over expenses and disbursements . . . . .	-87,277			
<b>b</b> <b>Net investment income</b> (if negative, enter -0-) . . . . .		11,166		
<b>c</b> <b>Adjusted net income</b> (if negative, enter -0-) . . . . .				



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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .	1,056,676	1,256,331	1,256,331
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) . . . . .			
	c	Investments - corporate bonds (attach schedule) . . . . .	446,095	164,005	164,005
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ <u>Interest Receivable</u> )	5,267	425	425
	16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	1,508,038	1,420,761	1,420,761
<b>Liabilities</b>	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ )			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .	1,508,038	1,420,761	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, . . . ▶</b> <input type="checkbox"/> <b>check here and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,508,038	1,420,761	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,508,038	1,420,761	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	1,508,038
2	Enter amount from Part I, line 27a . . . . .	2	-87,277
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,420,761
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,420,761

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7         </div> <div style="margin-left: 10px;"> <b>2</b> </div> </div>				
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8         </div> <div style="margin-left: 10px;"> <b>3</b> </div> </div>				

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	1,210,440	1,538,277	0.7869
2012	1,048,966	1,201,983	0.8727
2011	1,012,503	408,734	2.4772
2010	1,104,796	77,004	14.3473
2009	1,020,437	360,309	2.8321
<b>2 Total of line 1, column (d)</b>		<b>2</b>	21.3162
<b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years</b>		<b>3</b>	4.2632
<b>4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5</b>		<b>4</b>	1,442,434
<b>5 Multiply line 4 by line 3</b>		<b>5</b>	6,149,385
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>		<b>6</b>	112
<b>7 Add lines 5 and 6</b>		<b>7</b>	6,149,497
<b>8 Enter qualifying distributions from Part XII, line 4</b> If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		<b>8</b>	1,183,830

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	223
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	223
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	223
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014 . . . . .	6a		
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	250	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7		250
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9		
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		27
11 Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/> . . . . .	11		27

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		x
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		x
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>http://www.barnesgroupinc.com/about-bgi/barnes-group-foundation.aspx</u>	13	x	
14	The books are in care of <u>Thomas O Barnes</u> Telephone no <u>860-583-7070</u> Located at <u>123 Main Street, Bristol, CT</u> ZIP+4 <u>06010</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country <u></u>	16	Yes	No x

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)

<b>5a</b> During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		<b>5b</b>		<b>x</b>
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>				
<b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?				
<input type="checkbox"/> Yes <input type="checkbox"/> No				
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>		<b>x</b>
If "Yes" to 6b, file Form 8870				
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>		

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
see attached	.25	0		

**2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over \$50,000. ☐

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services . . . . . ▶

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 . . . . . ▶	



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	305,050
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,156,504
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	2,846
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,464,400
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,464,400
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	21,966
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,442,434
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	72,122

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	72,122
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5	<b>2a</b>	223
<b>b</b>	Income tax for 2014 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	223
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	71,899
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	71,899
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	71,899

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,183,830
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,183,830
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	1,183,830
<b>Note.</b> The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.			

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
<b>1</b> Distributable amount for 2014 from Part XI, line 7 . . . . .				71,899
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only . . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009 . . . . .	1,020,437			
<b>b</b> From 2010 . . . . .	1,100,947			
<b>c</b> From 2011 . . . . .	992,067			
<b>d</b> From 2012 . . . . .	1,048,966			
<b>e</b> From 2013 . . . . .	1,210,440			
<b>f</b> Total of lines 3a through e . . . . .	5,372,857			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,183,830				
<b>a</b> Applied to 2013, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2014 distributable amount . . . . .				71,899
<b>e</b> Remaining amount distributed out of corpus . . . . .	1,111,931			
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,484,788			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .	1,020,437			
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	5,464,351			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010 . . . . .	1,100,947			
<b>b</b> Excess from 2011 . . . . .	992,067			
<b>c</b> Excess from 2012 . . . . .	1,048,966			
<b>d</b> Excess from 2013 . . . . .	1,133,907			
<b>e</b> Excess from 2014 . . . . .	1,111,931			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling . . . . .

**b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> Gross investment income . . . . .					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

None

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

Citizen Scholarship Foundation of A 1505 Riverview Road St Peter, MN 56082 (603) 627-3870

**b** The form in which applications should be submitted and information and materials they should include

Application forms provided by operating divisions of Barnes Group Inc.

**c** Any submission deadlines

March 1st of each year

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

See Attached

### **3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
<b>a Paid during the year</b> See Attached				Contributions Gifts and Grants	1,183,830
<hr/>					
<b>Total . . . . . ▶ 3a</b>					1,183,830
<b>b Approved for future payment</b>					
<b>Total . . . . . ▶ 3b</b>					

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments				14	11,166	
<b>4</b> Dividends and interest from securities . . . . .						
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property .						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory						
<b>9</b> Net income or (loss) from special events . . . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . .						
<b>11</b> Other revenue a Change in Value of Investment					-5,932	
b _____						
c _____						
d _____						
e _____						
<b>12</b> Subtotal Add columns (b), (d), and (e) . . . . .					5,234	
<b>13 Total.</b> Add line 12, columns (b), (d), and (e) . . . . .					13	5,234

(See worksheet in line 13 instructions to verify calculations )

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash . . . . .	1a(1)	x
	(2) Other assets . . . . .	1a(2)	x
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	x
	(2) Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	x
	(3) Rental of facilities, equipment, or other assets . . . . .	1b(3)	x
	(4) Reimbursement arrangements . . . . .	1b(4)	x
	(5) Loans or loan guarantees . . . . .	1b(5)	x
	(6) Performance of services or membership or fundraising solicitations . . . . .	1b(6)	x
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	x
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☐ No

**b** If "Yes," complete the following schedule

[illegible]

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee Thomas J. Bunn Date 8/6/15

Secretary

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

**Paid  
Preparer  
Use Only**

Pnnnt/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

## Schedule of Contributors

OMB No 1545-0047

**2014**

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization

Employer identification number

Barnes Group Foundation Inc.

23-7339727

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

### General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

### Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

<b>Name of organization</b> Barnes Group Foundation Inc.	<b>Employer identification number</b> 23-7339727
---	---

**Part I** Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Barnes Group Inc. 123 Main Street Bristol, CT 06010	\$ 1,100,000.00	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization

Barnes Group Foundation Inc.

Employer identification number

23-7339727

**Part II** Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization

Employer identification number

Barnes Group Foundation Inc.

23-7339727

**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----

**(e) Transfer of gift**

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

----- ----- -----	----- ----- -----
-------------------------	-------------------------

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----

**(e) Transfer of gift**

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

----- ----- -----	----- ----- -----
-------------------------	-------------------------

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----

**(e) Transfer of gift**

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

----- ----- -----	----- ----- -----
-------------------------	-------------------------

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----

**(e) Transfer of gift**

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

----- ----- -----	----- ----- -----
-------------------------	-------------------------

Barnes Group Foundation  
990-PF  
2014

Attached Schedules

Part I, Line 11, Other Income

Description	Revenue and Expenses per books
1 Tax Refund	19

Part I, Line 23, Other Expenses

Description	Revenue and Expenses per books
1 Bank Fee	300
2 Trustee Fees	8,400

Part II, Line 10c, Investments- Corporate Bonds

Description	Interest Rate	Maturity Date	Book Value Beg. Of Year	Book Value End of Year	FMV Beg. Of Year	FMV End of year
1 Bonds			446,095	164,005		164,005

Part II, Line 15, Other Assets

Asset Description	Book Value Beg of Year	Book Value End of Year	FMV End of year
1 Interest Receivable	5,267	425	425

**BARNES GROUP FOUNDATION, INC.**

FORM 990PF

DECEMBER 31, 2014

#23-7339727

Part XV, Question 2(d)

To be an eligible candidate for the scholarship grant the student applicant must be a child (or an adopted child or stepchild) of either a Barnes Group Inc. active U.S. or Canadian employee who has been employed for at least one year by the due date of the scholarship application, or a child of a retired Barnes Group Inc. employee.

**BARNES GROUP FOUNDATION, INC.**

FORM 990PF

DECEMBER 31, 2014

#23-7339727

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Part VIII Officers as Directors

Patrick Dempsey*	President	123 Main Street Bristol, CT 06010
Dawn N. Edwards*	Director	123 Main Street Bristol, CT 06010
Thomas O. Barnes*	Secretary	123 Main Street Bristol, CT 06010
Christopher J. Stephens, Jr.*	Director	123 Main Street Bristol, CT 06010

\*Director

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF FINANCIAL POSITION**  
**AS OF DECEMBER 31, 2014 and 2013**

	<u>2014</u>	<u>2013</u>
<u>Assets</u>		
Cash	1,256,331	1,056,676
Other Current Assets		
Federal Excise Tax Receivable	0	0
Interest and Other Income Receivable	425	5,267
Dividends Receivable	0	0
Investments at Market Value	0	0
Receivable BGI	0	0
Bonds	164,005	446,095
Total Assets	<u><u>1,420,761</u></u>	<u><u>1,508,038</u></u>
 <u>Liabilities and Unrestricted Net Assets</u>		
Liabilities		
Payable	0	0
Federal Excise Tax Payable	0	0
Deferred Excise Tax Liabilities	0	0
Total Liabilities	<u><u>0</u></u>	<u><u>0</u></u>
 Unrestricted Net Assets		
Net Assets	<u>1,420,761</u>	<u>1,508,038</u>
 Total Liabilities and Net Assets	<u><u>1,420,761</u></u>	<u><u>1,508,038</u></u>

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF ACTIVITY**  
**FOR THE YEARS ENDED DECEMBER 31, 2014 and 2013**

	<u>2014</u>	<u>2013</u>
<u>Investment Income</u>		
Interest and Other Income	11,166	19,054
Dividends	0	15
Net Loss on Sale of Investments	0	0
Change in Value of Investments	(5,932)	(10,259)
Gain/Loss	0	0
Federal Excise and State Fees	19	
<b>Total investment income</b>	<u><u>5,253</u></u>	<u><u>8,810</u></u>
<u>Expenses</u>		
Trustee Fees	8,400	3,210
Federal Excise and State Fees	0	112
State Fees	0	0
Foreign Withholding Taxes	0	0
Other Expenses	0	0
Printing	0	2,065
Bank Fees	300	300
<b>Total expenses</b>	<u><u>8,700</u></u>	<u><u>5,687</u></u>
Excess/(Decrease) of Investment Income over Expenses	(3,447)	3,123
Contribution, Received	1,100,000	1,100,000
Contributions, Distributed	<u>(1,183,830)</u>	<u>(1,210,440)</u>
(Decrease)/Increase in Net Assets	(87,277)	(107,317)
Net Assets - beginning of year	<u>1,508,038</u>	<u>1,615,355</u>
<b>Net Assets - end of year</b>	<u><u>1,420,761</u></u>	<u><u>1,508,038</u></u>

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF CASH FLOW**  
**FOR THE YEARS ENDED DECEMBER 31, 2014 and 2013**

	<u>2014</u>	<u>2013</u>
Operating Activities		
(Decrease)/Increase in Net Assets	(87,277)	(107,317)
Adjustments to reconcile (decrease)/increase in net assets to net cash provided by (used in) operating activities:		
Principal account cash reclassified from invest. acct.	0	0
Cash contributions receivable	0	0
Interest and dividends receivable	4,842	1,011
Federal excise tax receivable	0	0
Deferred excise tax receivable	0	0
Distributions payable	0	0
Federal excise tax payable	0	0
Deferred excise tax payable	0	0
Net realized and unrealized gains on investments	1,090	9,248
Cash used in operating activities	<u>(81,345)</u>	<u>(97,058)</u>
Investing Activities:		
Purchase of investments	0	0
Maturity of investments	281,000	30,000
Cash provided by investing activities	<u>281,000</u>	<u>30,000</u>
Financing Activities:		
Cash provided by financing activities	0	0
Net increase (decrease) in cash and cash equivalents	199,655	(67,058)
Cash and cash equivalents - beginning of year	1,508,038	1,615,355
Cash and cash equivalents - end of year	<u><u>1,707,693</u></u>	<u><u>1,548,297</u></u>



**BARNES GROUP FOUNDATION, INC.  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2014 and 2013**

**1. Summary of Significant Accounting Policies**

Barnes Group Foundation, Inc. (Foundation), a nonprofit charitable organization exempt from Federal income taxes, was incorporated on November 29, 1973, for the purpose of receiving, administering and distributing funds and other property exclusively for charitable, scientific and educational purposes. The Foundation is a private foundation and is subject to a 1% to 2% Federal excise tax on net investment income.

During 2014, the Foundation operated on contributions provided by Barnes Group Inc. (BGI) and a private donor. In addition, the Foundation operated on income realized from investment of those contributions. In 2014 BGI contributed \$1,100,000 to the Foundation. In 2013 BGI contributed \$1,100,000 to the Foundation.

Marketable securities are carried at fair market value. Gain or loss on sale of investments is determined by specific identification.

Income and expenses are recorded on an accrual basis.

**2. Investments**

Investments at December 31, 2014 and 2013 consist of the following:

	<b>2014</b>		<b>2013</b>	
	<b><u>Market Value</u></b>	<b><u>Cost</u></b>	<b><u>Market Value</u></b>	<b><u>Cost</u></b>
Common stock	-0-	-0-	-0-	-0-
Other investments	164,005	165,000	446,095	446,919
<b>Total Investments</b>	<b><u>164,005</u></b>	<b><u>165,000</u></b>	<b><u>446,095</u></b>	<b><u>446,919</u></b>

**Barnes Group Foundation**  
**990-PF**  
**2014**

**Attached Schedules**

**Part I, Line 11, Other Income**

Description	Revenue and Expenses per books
<b>1</b> Tax Refund	19

**Part I, Line 23, Other Expenses**

Description	Revenue and Expenses per books
<b>1</b> Bank Fee	300
<b>2</b> Trustee Fees	8,400

**Part II, Line 10c, Investments- Corporate Bonds**

Description	Interest Rate	Maturity Date	Book Value Beg. Of Year	Book Value End of Year	FMV Beg. Of Year	FMV End of year
<b>1</b> Bonds			446,095	164,005		164,005

**Part II, Line 15, Other Assets**

Asset Description	Book Value Beg of Year	Book Value End of Year	FMV End of year
<b>1</b> Interest Receivable	5,267	425	425

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF DISTRIBUTIONS**  
**YEAR ENDED DECEMBER 31, 2014**

Schedule 1

<u>Date</u>	<u>Check Number</u>	<u>Description</u>	<u>Amount</u>
<b>Civic &amp; Youth</b>			
02/07/2014	11315	Bristol Boys & Girls Club	10,000.00
02/10/2014	11342	Bristol Boys & Girls Club	100.00
04/23/2014	11432	Andover Hebron Marlboro Youth Services	100.00
05/21/2014	11451	Girl Scouts of Connecticut	2,500.00
05/29/2014	11467	Rotary Club of Thomaston CT	700.00
06/09/2014	11498	Bristol Sports Hall Of Fame And Museum	1,000.00
07/10/2014	11521	YMCA Of Greater Hartford	0.00
07/10/2014	11523	Bristol Boys & Girls Club	50,000.00
07/14/2014	11530	Yankee Clipper Council, BSA	50.00
07/30/2014	11562	Bristol Sports Hall Of Fame And Museum	500.00
09/17/2014	11602	BSA, Cub Scout Dracut Pack 80	500.00
10/01/2014	11610	Christian Fellowship Center	400.00
10/28/2014	11614	CT Rivers Council, BSA	3,500.00
11/03/2014	11616	CT Rivers Council, BSA	1,500.00
11/21/2014	11649	Bristol Sports Hall Of Fame And Museum	0.00
			<u>70,850.00</u>
			<u><u>70,850.00</u></u>

**BARNES GROUP FOUNDATION, INC.**  
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Schedule 1

<u>Date</u>	<u>Check Number</u>	<u>Description</u>	<u>Amount</u>
<b>Cultural &amp; Arts</b>			
02/04/2014	11305	Greater Hartford Arts Center	350.00
02/07/2014	11307	New England Air Museum	1,000.00
02/07/2014	11310	Bushnell	9,120.00
02/07/2014	11311	Hartford Stage Company	2,500.00
02/07/2014	11312	City Of Bristol Parks And Recreation	1,000.00
02/07/2014	11317	Hill-Stead Museum	3,000.00
02/07/2014	11320	CT Historical Society	5,000.00
02/07/2014	11321	Nutmeg Symphony Orchestra, Inc.	2,500.00
02/07/2014	11322	New Britain Museum of American Art	5,000.00
02/10/2014	11333	Lynn Band Boosters Association	100.00
02/11/2014	11355	MATC Foundation - MPTV Fund	200.00
03/17/2014	11377	Nantucket Atheneum	300.00
04/16/2014	11402	Children's Museum	1,500.00
04/16/2014	11408	Bristol Historical Society	1,000.00
05/06/2014	11441	CT Forum, Inc.	6,500.00
05/13/2014	11445	Greater Hartford Arts Center	350.00
05/13/2014	11448	Amistad Center for Art & Culture	4,360.00
05/21/2014	11452	New Britain Museum of American Art	1,000.00
05/29/2014	11455	Vero Beach Museum of Art	700.00
05/29/2014	11457	Bushnell	4,000.00
05/29/2014	11464	Children's Orchestra Society, Inc.	500.00
05/29/2014	11474	Palace Theater Group	500.00
06/02/2014	11495	City Of Bristol Parks And Recreation	5,000.00
07/10/2014	11513	Imagine Nation Museum	1,000.00
07/10/2014	11514	Wadsworth Atheneum	1,000.00
07/10/2014	11518	Greater Hartford Arts Center	2,500.00
07/10/2014	11519	Greater Hartford Arts Center	12,000.00
07/10/2014	11525	Bristol Historical Society	5,000.00
07/14/2014	11547	RE-CREATION USA, Inc.	540.00
07/24/2014	11550	Greater Hartford Arts Center	4,270.00
07/24/2014	11551	Greater Hartford Arts Center	14,804.00
07/24/2014	11560	Colonial Williamsburg Foundation	100.00
09/15/2014	11584	Bushnell	2,000.00
09/15/2014	11590	Bushnell	800.00
09/15/2014	11594	Greater Hartford Arts Center	920.00
09/16/2014	11595	Greater Hartford Arts Center	5,866.00
09/18/2014	11607	New England Carousel Museum	400.00
09/19/2014	11609	American Clock and Watch Museum	1,000.00
10/22/2014	11611	Mark Twain House & Museum	1,000.00

**BARNES GROUP FOUNDATION, INC.**  
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Schedule 1

11/05/2014	11624	CT Aeronautical Historical Association	800.00
11/05/2014	11637	Richmond Memorial Library	100.00
11/25/2014	11661	RE-CREATION USA, Inc.	540.00
12/31/2014	11689	Bushnell	2,000 00
12/31/2014	11698	CT Guitar Society	1,000.00
12/31/2014	11709	WQEN Public Broadcasting of NW PA	100 00
			<u>113,220.00</u>
			<u><b>113,220.00</b></u>

**BARNES GROUP FOUNDATION, INC.**  
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Schedule I

<u>Date</u>	<u>Check Number</u>	<u>Description</u>	<u>Amount</u>
<b>Education</b>			
02/03/2014	11304	CT Science Fair Association, Inc.	5,000.00
02/07/2014	11309	Our Piece of the Pie	1,500.00
02/07/2014	11313	United Negro College Fund	2,500.00
02/07/2014	11318	Main Street Community Foundation	10,000.00
02/07/2014	11323	Jr. Achievement Of Southwest New England	7,500.00
02/07/2014	11324	Bristol School/Business Partnership	250.00
02/07/2014	11325	St. Paul's Catholic High School	300.00
02/07/2014	11326	Bristol Eastern High School	300.00
02/07/2014	11327	Bristol Central High School	300.00
02/07/2014	11328	Terryville High School	300.00
02/10/2014	11343	Main Street Community Foundation	100.00
02/10/2014	11345	Pennsylvania State University	100.00
02/10/2014	11346	Pennsylvania State University	50.00
02/10/2014	11347	St. Joseph Elementary School	1,740.00
02/11/2014	11350	Fisk University	4,000.00
02/11/2014	11351	Wesleyan University	100.00
02/11/2014	11354	Citizens Utility Board of WI	80.00
02/11/2014	11356	Nature Conservancy of MN	300.00
02/11/2014	11357	Natural Resoures Defense Council	200.00
02/11/2014	11362	Earthjustice	150.00
02/11/2014	11363	Avielle Foundation	50.00
02/11/2014	11365	Loyola Universiry Maryland	2,000.00
02/11/2014	11369	University of St. Joseph	50.00
02/20/2014	11371	Main Street Community Foundation	10,000.00
03/17/2014	11380	St. Pius V School	50.00
03/17/2014	11389	Consumer for Science in Public Interest	60.00
03/17/2014	11391	Lawrence Tech. University	200.00
03/17/2014	11393	Western CT State University	50.00
03/17/2014	11394	Ridgewood Elementary School	4,000.00
03/17/2014	11395	Center for Children's Advocacy	500.00
04/16/2014	11400	Jr. Achievement Of Southwest New England	4,000.00
04/16/2014	11401	World Affairs Council	500.00
04/16/2014	11403	Main Street Community Foundation	440.00
04/16/2014	11405	CT Center for Science & Exploration Inc.	10,000.00
04/16/2014	11409	Environmental Learning Center of CT	1,500.00
04/16/2014	11410	St. Philip House	400.00
04/23/2014	11417	World Wildlife Fund Inc.	50.00
04/23/2014	11423	Western New England University	100.00
04/23/2014	11427	Main Street Community Foundation	100.00

**BARNES GROUP FOUNDATION, INC.**  
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Schedule I

04/23/2014	11428	Trinity Christian School	50.00
04/23/2014	11429	Trinity Christian School	50.00
04/23/2014	11431	St. Martha RC Church and School	3,200.00
04/23/2014	11436	Michigan State University	130.00
05/20/2014	11449	Bristol Business Education Foundation	1,250.00
05/21/2014	11450	W A L K S Foundation, Inc.	1,000.00
05/21/2014	11453	Bristol Business Education Foundation	2,500.00
05/29/2014	11459	Notre Dame High School	500.00
05/29/2014	11460	Trinity College	500.00
05/29/2014	11466	St. Rita School for the Deaf	200.00
05/29/2014	11470	Piux XI High School	100.00
05/29/2014	11471	Lourdes Academy	100.00
05/29/2014	11472	St. Norbert College	100.00
05/29/2014	11475	Connecticut Community Foundation	500.00
05/29/2014	11476	Katie Moore Foundation	100.00
05/29/2014	11477	St. Philip House	200.00
05/29/2014	11480	Carnegie Mellon University	200.00
05/29/2014	11481	Landmark School	200.00
05/29/2014	11491	St. Thomas School	200.00
06/02/2014	11493	Alden Family Foundation	15,000.00
06/10/2014	11499	Bristol Police Department	1,500.00
06/11/2014	11500	Bristol School/Business Partnership	400.00
06/11/2014	11501	Tunxis Community College Foundation	1,500.00
06/16/2014	11506	Cedar Ridge Children's School, Inc.	400.00
07/10/2014	11517	Scholarship America, Inc.	185,635.00
07/14/2014	11538	Wesleyan University	2,000.00
07/14/2014	11540	Lourdes Academy	400.00
07/14/2014	11543	Chase Collegiate School	200.00
07/14/2014	11544	Urban League of Greater Hartford	2,000.00
07/15/2014	11549	Bristol Business Education Foundation	1,000.00
07/24/2014	11553	Central CT State University	150.00
07/24/2014	11556	Trustees of Columbia University	1,600.00
07/30/2014	11563	Main Street Community Foundation	5,000.00
09/04/2014	11567	NACD CT	2,500.00
09/04/2014	11568	Bristol Business Education Foundation	250.00
09/08/2014	11569	Tunxis Community College Foundation	2,500.00
09/15/2014	11572	St. John's Jesuit High School	500.00
09/15/2014	11574	St. Gerard School	1,300.00
09/15/2014	11580	Main Street Community Foundation	200.00
09/15/2014	11588	Albuquerque Academy	1,400.00
09/16/2014	11596	CT Center for Science & Exploration Inc.	1,000.00
09/16/2014	11598	University of Hartford Development Office	1,000.00
09/17/2014	11606	Ridgewood Elementary School	0.00
10/22/2014	11613	Urban League of Greater Hartford	8,000.00

**BARNES GROUP FOUNDATION, INC.**  
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Schedule I

10/30/2014	11615	Bristol School/Business Partnership	3,480.00
11/05/2014	11626	Environmental Learning Center of CT	100.00
11/05/2014	11627	Main Street Community Foundation	100.00
11/05/2014	11628	Main Street Community Foundation	50.00
11/05/2014	11632	Hillsdale College	200.00
11/05/2014	11633	St. Norbert College	200.00
11/05/2014	11634	Cedar Ridge Children's School, Inc.	500.00
11/05/2014	11635	Wacousta Elementary School	150.00
11/05/2014	11642	Ekal Vidyalaya Foundation 02 USA	730.00
11/05/2014	11647	Scholarship America, Inc.	174,425.00
11/12/2014	11648	Edgewood School	2,000.00
11/25/2014	11650	ORT America/Bramson ORT College	2,000.00
11/25/2014	11653	Grand Valley State University	500.00
11/25/2014	11654	Main Street Community Foundation	200.00
11/25/2014	11655	Environmental Learning Center of CT	100.00
11/25/2014	11656	St. Ursula Villa School	2,000.00
11/25/2014	11657	HOSA - Box Elder High School	4,000.00
11/25/2014	11659	Proctor Academy	200.00
11/25/2014	11660	Mason Schools Foundation	1,220.00
12/17/2014	11664	Trinity College	1,000.00
12/17/2014	11665	University of Hartford	1,000.00
12/17/2014	11667	World Wildlife Fund Inc.	50.00
12/17/2014	11672	Covenant Christian School	700.00
12/17/2014	11674	Wesleyan University	500.00
12/17/2014	11676	Villanova University	500.00
12/17/2014	11678	BTA/BOLT Inc.	80.00
12/17/2014	11679	Michigan State University	120.00
12/17/2014	11680	Pennsylvania State University	300.00
12/17/2014	11682	Clymer Central School	3,000.00
12/17/2014	11684	St. Paul's Catholic High School	1,000.00
12/17/2014	11685	University of Utah	600.00
12/17/2014	11686	CT Center for Science & Exploration Inc.	2,400.00
12/31/2014	11687	National Outdoor Leadership School	200.00
12/31/2014	11694	Grace Youth and Family Foundation	4,000.00
12/31/2014	11697	Leland Stanford Jr. University	200.00
12/31/2014	11699	Evans Scholar Foundation	1,000.00
12/31/2014	11701	United States Naval Academy	2,600.00
12/31/2014	11704	Central Michigan University	110.00
12/31/2014	11708	Trinity College	120.00
12/31/2014	11711	Pennsylvania State University	100.00
12/31/2014	11718	Warren County Christian School	100.00
			<u>527,170.00</u>
			<u><b>527,170.00</b></u>



**BARNES GROUP FOUNDATION, INC.**  
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Schedule I

<u>Date</u>	<u>Check Number</u>	<u>Description</u>	<u>Amount</u>
<b>Health &amp; Welfare</b>			
02/03/2014	11303	United Way West Central CT	1,500.00
02/07/2014	11306	Juveniel Diabetes Research Foundation	3,000.00
02/07/2014	11308	Easter Seals Rehabilitation Center	1,000.00
02/07/2014	11314	United Way West Central CT	1,500.00
02/07/2014	11319	North Star Foundation	500.00
02/10/2014	11329	Nantucket Cottage Hospital	1,000.00
02/10/2014	11330	American Red Cross of RI	500.00
02/10/2014	11331	Planned Parenthood of NY	100.00
02/10/2014	11332	Habitant for Humanity International	50.00
02/10/2014	11334	American Red Cross National Hdqtrs	50.00
02/10/2014	11335	Humane Society of the US	50.00
02/10/2014	11336	American Institute for Cancer Research	200.00
02/10/2014	11337	American Red Cross National Hdqtrs	4,000.00
02/10/2014	11338	St. Jude's Children's Research Hospital	600.00
02/10/2014	11339	American Red Cross National Hdqtrs	100.00
02/10/2014	11340	American Red Cross National Hdqtrs	200.00
02/10/2014	11341	American Red Cross National Hdqtrs	150.00
02/10/2014	11344	Miracle Mountain Ranch	50.00
02/11/2014	11348	Easter Seals Inc of IL	100.00
02/11/2014	11349	American Red Cross National Hdqtrs	80.00
02/11/2014	11352	Protectors of Animals, Inc.	100.00
02/11/2014	11353	Northeast Animal Shelter	150.00
02/11/2014	11358	Habitant for Humanity International	100.00
02/11/2014	11359	Paralyzed Veterans of America	100.00
02/11/2014	11360	National Multiple Sclerosis Society of NY	100.00
02/11/2014	11361	Veterans of Foreign Wars of MO	100.00
02/11/2014	11364	Dana Farber Cancer Inst.	400.00
02/11/2014	11366	American Red Cross National Hdqtrs	200.00
02/11/2014	11367	Best Friends Animal Society	50.00
02/11/2014	11368	Cape Ann Animal Aid	240.00
02/12/2014	11370	United Way West Central CT	132,231.86
02/20/2014	11372	United Way West Central CT	2,797.00
02/27/2014	11373	YWCA Hartford Region	2,080.00
02/28/2014	11374	Bristol Hospital Development Foundation	1,000.00
03/06/2014	11375	National Conference For Comm. & Justice	4,823.00
03/06/2014	11376	Prudence Crandall Center, Inc.	2,200.00
03/17/2014	11378	Erie City Mission	400.00
03/17/2014	11379	Crossroads	300.00
03/17/2014	11381	Lorraine's Soup Kitchen & Pantry	100.00

**BARNES GROUP FOUNDATION, INC.**  
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Schedule 1

03/17/2014	11382	Juvenile Diabetes Research Fnd. of WI	200.00
03/17/2014	11383	Yale Cancer Center - Smilow Campaign	50.00
03/17/2014	11384	St. Gerard's Center for Life	100.00
03/17/2014	11385	Amateur Athletic Union of US-CT Attack	4,000.00
03/17/2014	11386	American Cancer Society of Atlanta, GA	100.00
03/17/2014	11387	Children's Miracle Network Hospitals	50.00
03/17/2014	11388	American Red Cross National Hdqtrs	200.00
03/17/2014	11390	American Red Cross National Hdqtrs	200.00
03/17/2014	11392	American Heart Association of MO	50.00
03/25/2014	11396	American Cancer Society	2,500.00
03/31/2014	11397	Prudence Crandall Center, Inc.	400.00
03/31/2014	11398	CT Children's Medical Center Fnd	4,397.00
04/16/2014	11399	Windsor Recovery Club	100.00
04/16/2014	11404	Governor's Prevention Partnership	5,000.00
04/16/2014	11406	United Way West Central CT	2,500.00
04/23/2014	11412	Indian River Hospital Fnd. Inc	2,000.00
04/23/2014	11413	Indian River Hospital Fnd. Inc.	4,000.00
04/23/2014	11414	Erie City Mission	400.00
04/23/2014	11415	St. Jude's Children's Research Hospital	200.00
04/23/2014	11416	Dana Farber Cancer Inst.	750.00
04/23/2014	11418	American Heart Association of NH	50.00
04/23/2014	11419	Plymouth Community Food Bank	200.00
04/23/2014	11420	American Heart Association	50.00
04/23/2014	11421	Leukemia & Lymphoma Society of MA	50.00
04/23/2014	11422	March Of Dimes of NY	50.00
04/23/2014	11424	Wediko Children's Services	50.00
04/23/2014	11425	American Red Cross of MA	50.00
04/23/2014	11426	US Catholic Conference - Annual Appeal	200.00
04/23/2014	11430	Dana Farber Cancer Inst.	200.00
04/23/2014	11433	Wolcott Volunteer Ambulance Association	50.00
04/23/2014	11434	US Catholic Conference - Annual Appeal	70.00
04/23/2014	11435	International Myeloma Foundation	400.00
04/23/2014	11437	US Catholic Conference - Annual Appeal	200.00
05/06/2014	11438	Bristol Hospital Development Foundation	1,700.00
05/06/2014	11439	Wheeler Clinic	900.00
05/06/2014	11442	Aurora Foundation	2,500.00
05/13/2014	11444	Special Olympics of Michigan	500.00
05/13/2014	11446	Bristol Hospital Parent and Child Center	500.00
05/13/2014	11447	Wheeler Clinic	1,000.00
05/21/2014	11454	St. Vincent DePaul Society	1,000.00
05/29/2014	11456	Erie City Mission	400.00
05/29/2014	11458	Bristol Hospital Development Foundation	200.00
05/29/2014	11461	Archbishop Catholic Appeal of Boston	100.00
05/29/2014	11462	Archbishop Catholic Appeal of Boston	100.00

**BARNES GROUP FOUNDATION, INC.**  
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Schedule I

05/29/2014	11463	Habitant for Humanity International	50.00
05/29/2014	11465	American Heart Association	60.00
05/29/2014	11468	American Heart Association of MO	50.00
05/29/2014	11469	American Heart Association of MO	50.00
05/29/2014	11473	American Heart Association	50.00
05/29/2014	11478	Planned Parenthood of NY	200.00
05/29/2014	11479	Diocesan of Palm Beach	2,000.00
05/29/2014	11482	Multiple Myeloma Research Fnd.	200.00
05/29/2014	11483	National Multiple Sclerosis Society of CT	130.00
05/29/2014	11484	Cystic Fibrosis Foundation	500.00
05/29/2014	11485	Crohn's and Colitis Foundation of MA	50.00
05/29/2014	11486	March Of Dimes of CT	100.00
05/29/2014	11487	American Cancer Society of MI	100.00
05/29/2014	11488	American Cancer Society of MI	100.00
05/29/2014	11489	American Red Cross National Hdqtrs	100.00
05/29/2014	11490	American Cancer Society	160.00
06/02/2014	11492	PGA Tour Charities, Inc	10,000.00
06/02/2014	11494	Arthritis Foundation	1,000.00
06/02/2014	11496	Network Against Domestic Abuse	3,000.00
06/02/2014	11497	HARC, Inc.	500.00
06/16/2014	11502	Archbishop Catholic Appeal of Boston	100.00
06/16/2014	11503	National Kidney Foundation of MD	50.00
06/16/2014	11504	March of Dimes of WI	150.00
06/16/2014	11505	March of Dimes of WI	50.00
06/16/2014	11507	Cat Tales, Inc.	100.00
06/16/2014	11508	March of Dimes of WI	200.00
06/16/2014	11509	Catholic Charities of SW Ohio	400.00
06/16/2014	11510	American Cancer Society of Atlanta, GA	3,010.00
06/16/2014	11511	Easter Seals of Wbty, CT	200.00
07/10/2014	11512	CT Children's Medical Center Fnd	10,000.00
07/10/2014	11515	United Way West Central CT	500.00
07/10/2014	11520	Yale Cancer Center - Smilow Campaign	10,000.00
07/10/2014	11522	Habitant for Humanity	20,000.00
07/10/2014	11524	Oak Hill	10,000.00
07/10/2014	11526	YWCA of New Britain	5,000.00
07/11/2014	11527	Camp Courant, Inc.	1,500.00
07/11/2014	11528	Fr. Cooper's Annual Charity Golf Classic	500.00
07/14/2014	11529	Erie City Mission	400.00
07/14/2014	11531	American Cancer Society of Atlanta, GA	200.00
07/14/2014	11532	Humane Society of the US	50.00
07/14/2014	11533	American Cancer Society of Atlanta, GA	100.00
07/14/2014	11534	American Cancer society of MA	50.00
07/14/2014	11535	Special Olympics Connecticut	60.00
07/14/2014	11536	American Cancer Society of Atlanta, GA	50.00

**BARNES GROUP FOUNDATION, INC.**  
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Schedule I

07/14/2014	11537	Gulfside Hospice & Pasco Palliative Care	100.00
07/14/2014	11539	American Cancer Society of Atlanta, GA	200.00
07/14/2014	11541	Lamoille Area Cancer Network	200.00
07/14/2014	11542	American Cancer Society of Atlanta, GA	50.00
07/14/2014	11545	Pan-Mass Challenge	100.00
07/14/2014	11546	American Cancer Society of Atlanta, GA	200.00
07/14/2014	11548	Bristol Hospital Development Foundation	50.00
07/24/2014	11552	National Multiple Sclerosis Society of UT	200.00
07/24/2014	11554	National Audubon Society	50.00
07/24/2014	11555	Passionist Volunteers International	200.00
07/24/2014	11557	World Vision	0.00
07/24/2014	11558	National Multiple Sclerosis Society of UT	200.00
07/24/2014	11559	National Multiple Sclerosis Society of UT	50.00
07/24/2014	11561	VFW National Home for Children	300.00
07/30/2014	11564	Fidelco Guide Dog Foundation	3,000.00
08/01/2014	11565	United Way West Central CT	100,600.45
08/06/2014	11566	St. Francis Hospital Foundation	4,000.00
09/10/2014	11570	CT Cycling Advancement Program	2,500.00
09/10/2014	11571	Bristol Hospital Development Foundation	4,000.00
09/15/2014	11573	Int'l Fellowship of Christians & Jews	400.00
09/15/2014	11575	Humane Society of the US	50.00
09/15/2014	11576	Habitant for Humanity International	50.00
09/15/2014	11577	Habitant for Humanity International	50.00
09/15/2014	11578	National Multiple Sclerosis Society of OH	70.00
09/15/2014	11579	Heart of Africa	1,000.00
09/15/2014	11581	American Cancer Society of OK	200.00
09/15/2014	11582	Pan-Mass Challenge	204.50
09/15/2014	11583	Pan-Mass Challenge	204.50
09/15/2014	11585	Cat Tales, Inc.	200.00
09/15/2014	11586	Leukemia & Lymphoma Society of NY	100.00
09/15/2014	11587	Wolcott Volunteer Ambulance Association	50.00
09/15/2014	11589	American Cancer Society of MI	100.00
09/15/2014	11591	Paralyzed Veterans of America	80.00
09/15/2014	11592	Cape Ann Animal Aid	100.00
09/15/2014	11593	American Red Cross National Hdqtrs	27,902.00
09/16/2014	11597	Nutmeg Big Brothers - Big Sisters	1,000.00
09/16/2014	11599	United Way West Central CT	1,200.00
09/16/2014	11600	Indian River Hospital Fnd. Inc.	5,000.00
09/16/2014	11601	Nantucket Cottage Hospital	5,000.00
09/17/2014	11603	Cape Ann Animal Aid	1,000.00
09/17/2014	11604	Protectors of Animals, Inc.	1,000.00
09/17/2014	11605	Special Olympics MA	2,000.00
09/19/2014	11608	Bristol Vetrans Council	2,500.00
10/22/2014	11612	Mercy Housing and Shelter Corporation	1,000.00

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF DISTRIBUTIONS**  
**YEAR ENDED DECEMBER 31, 2014**

Schedule I

11/05/2014	11617	Erie City Mission	400.00
11/05/2014	11618	Erie City Mission	400.00
11/05/2014	11619	Erie City Mission	400.00
11/05/2014	11620	Erie City Mission	400.00
11/05/2014	11621	Food for the Poor, Inc.	50.00
11/05/2014	11622	Dana-Farber Cancer Inst.	50.00
11/05/2014	11623	Plymouth Community Food Bank	60.00
11/05/2014	11625	Alzheimer's Association CT Chapter	50.00
11/05/2014	11629	March Of Dimes of NY	60.00
11/05/2014	11630	American Lung Association of CT	50.00
11/05/2014	11631	Amyotrophic Lateral Sclerosis Association	50.00
11/05/2014	11636	Muscular Dystrophy Association of IL	200.00
11/05/2014	11638	Friedreich's Atayia Research Alliance	100.00
11/05/2014	11639	Brightfocus Foundation	60.00
11/05/2014	11640	Salvation Army of Canton MA	100.00
11/05/2014	11641	Cove Center for Grieving Children	200.00
11/05/2014	11643	Down Syndrome Association of WI	200.00
11/05/2014	11644	American Cancer Society of WI	200.00
11/05/2014	11645	FOODSHARE	50.00
11/05/2014	11646	American Cancer Society of WI	50.00
11/25/2014	11651	Archbishop Catholic Appeal of Boston	300.00
11/25/2014	11652	Dana Farber Cancer Inst.	100.00
11/25/2014	11658	FOODSHARE	100.00
12/03/2014	11662	FOODSHARE	500.00
12/17/2014	11666	National Kidney Foundation of MD	70.00
12/17/2014	11668	Plymouth Community Food Bank	60.00
12/17/2014	11669	Family & Children's Agency, Inc.	100.00
12/17/2014	11670	National Federation Blind of CT	50.00
12/17/2014	11671	Bay View Community Center	200.00
12/17/2014	11673	Turning Pointe Autism Foundation	400.00
12/17/2014	11675	Bay View Community Center	100.00
12/17/2014	11677	Lazarus House, Inc.	100.00
12/17/2014	11681	Bay View Community Center	200.00
12/17/2014	11683	CT Humane Society	50.00
12/31/2014	11688	CT Food Bank	50.00
12/31/2014	11690	Dana Farber Cancer Inst.	60.00
12/31/2014	11691	Suffield Vol Ambulance Assoc.	200.00
12/31/2014	11692	Soteni International	100.00
12/31/2014	11693	Shelter For Homeless	2,000.00
12/31/2014	11695	Capuchin Soup Kitchen	200.00
12/31/2014	11696	Church of the Nazarene, Inc.	4,000.00
12/31/2014	11700	St. Mary's Home for Children	400.00
12/31/2014	11702	American Cancer Society of MI	100.00
12/31/2014	11703	Hartford Healthcare at Home	200.00

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF DISTRIBUTIONS**  
**YEAR ENDED DECEMBER 31, 2014**

Schedule I

12/31/2014	11705	Suffield Emergency Aid Association	150.00
12/31/2014	11706	Glastonbury Family Branch YMCA	60.00
12/31/2014	11707	Nazareth Housing	200.00
12/31/2014	11710	Horseneck Foundation	1,600.00
12/31/2014	11712	Leukemia & Lymphoma Societ of WA	200.00
12/31/2014	11713	Shared Pregnancy Women's Center	200.00
12/31/2014	11714	St. Vincent Catholic Charities	200.00
12/31/2014	11715	Edmundite Missions	100.00
12/31/2014	11716	Diocese of Lansing	100.00
12/31/2014	11717	Alzheimer's Association IL Chapter	50.00
12/31/2014	11719	World Vision	760.00
			<u>463,840.31</u>
			<u><b>463,840.31</b></u>

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF DISTRIBUTIONS**  
**YEAR ENDED DECEMBER 31, 2014**

Schedule 1

<u>Date</u>	<u>Check Number</u>	<u>Description</u>	<u>Amount</u>
<b>Other Areas</b>			
02/07/2014	11316	Veterans of Foreign Wars of the US	250.00
04/16/2014	11407	Bristol Chrysanthemum Festival, Inc.	2,000.00
05/06/2014	11440	CT Women's Hall Of Fame	1,000.00
05/06/2014	11443	Bristol Rotary Club	5,000.00
07/10/2014	11516	Riverfront Recapture, Inc.	500.00
			<u>8,750.00</u>
			<u><u>8,750.00</u></u>

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**▶ **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box. ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only. ☐

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Enter filer's identifying number, see instructions

<b>Type or print</b> File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	Barnes Group Foundation Inc.	23-7339727
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	123 Main Street	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Bristol, CT 06010	

Enter the Return code for the return that this application is for (file a separate application for each return). ☐ 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Thomas O. Barnes

Telephone No. ▶ (860) 583-7070 Fax No. ▶

- If the organization does not have an office or place of business in the United States, check this box. ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box. ☐ . . . . . If it is for part of the group, check this box. ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2015 to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶ ☒ calendar year 2014 or

▶ ☐ tax year beginning . . . . ., and ending . . . . .

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

<b>3a</b> If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	250
<b>b</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	0
<b>c</b> Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	250

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.



- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☐ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print  File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of ☐ Telephone No. ☐ Fax No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a statement with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until \_\_\_\_\_
- 5 For calendar year \_\_\_\_\_, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period
- 7 State in detail why you need the extension \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0
c	<b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ☐ Thomas R. Berman Title ☐ President Date ☐ 4/10/15