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## Return of Private Foundation

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

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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, 2015, 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)

123 Main Street

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

Bristol, CT 06010

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

J Accounting method



Cash



Accrual

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

 Other (specify) \_\_\_\_\_

16) ► \$

1,369,463.00

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

A Employer identification number

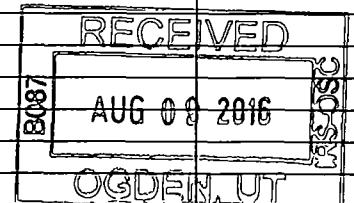
23-7339727

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 . . . . . ► **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)
1 Contributions, gifts, grants, etc., received (attach schedule) .	1,100,000.00			
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B. . . . .				
3 Interest on savings and temporary cash investments.	4,007.00	4,007.00		
4 Dividends and interest from securities . . . . .				
5a Gross rents . . . . .				
b Net rental income or (loss) _____				
6a Net gain or (loss) from sale of assets not on line 10	-570.00			
b Gross sales price for all assets on line 6a. _____				
7 Capital gain net income (from Part IV, line 2) .				
8 Net short-term capital gain. . . . .				
9 Income modifications . . . . .				
10a Gross sales less returns and allowances . . . . .				
b Less Cost of goods sold .				
c Gross profit or (loss) (attach schedule) . . . . .				
11 Other income (attach schedule) . . . . .	27.00			
12 Total. Add lines 1 through 11 . . . . .	1,103,464.00	4,007.00		
13 Compensation of officers, directors, trustees, etc . .				
14 Other employee salaries and wages . . . . .				
15 Pension plans, employee benefits . . . . .				
16a Legal fees (attach schedule) . . . . .				
b Accounting fees (attach schedule) . . . . .				
c Other professional fees (attach schedule) . . . . .				
17 Interest . . . . .				
18 Taxes (attach schedule) (see instructions) . . . . .	250.00			
19 Depreciation (attach schedule) and depletion. . . . .				
20 Occupancy . . . . .				
21 Travel, conferences, and meetings . . . . .				
22 Printing and publications . . . . .				
23 Other expenses (attach schedule) . . . . .	13,854.00			
24 Total operating and administrative expenses.				
Add lines 13 through 23. . . . .	14,104.00			
25 Contributions, gifts, grants paid . . . . .	1,140,658.00			1,140,658.00
26 Total expenses and disbursements Add lines 24 and 25	1,154,762.00			1,140,658.00
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements . . . . .	-51,298.00			
b Net investment income (if negative, enter -0-) . . . . .		4,007.00		
c Adjusted net income (if negative, enter -0-) . . . . .				



<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .	1,256,331.00	1,369,463.00	1,369,463.00
	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 . . . . .			
	10a	Investments - U S and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) . . . . .			
	c	Investments - corporate bonds (attach schedule) . . . . .	164,005.00	0.00	0.00
	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> )	425.00	0.00	0.00
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	1,420,761.00	1,369,463.00	1,369,463.00
<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	Total liabilities (add lines 17 through 22) . . . . .			
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .	1,420,761.00	1,369,463.00	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
<b>Net Assets or Fund Balances</b>	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.				
	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	Total net assets or fund balances (see instructions) . . . . .	1,420,761.00	1,369,463.00	
	31	Total liabilities and net assets/fund balances (see instructions) . . . . .	1,420,761.00	1,369,463.00	

**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	1,420,761.00
2	Enter amount from Part I, line 27a . . . . .	2	-51,298.00
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,369,463.00
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,369,463.00

**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.)
a					
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			(l) 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)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .	{ }		3		

**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?  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part Yes  No

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))
2014	1,183,830.00	1,442,434.00	0.8207
2013	1,210,440.00	1,538,277.00	0.7869
2012	1,048,966.00	1,201,983.00	0.8727
2011	1,012,503.00	408,734.00	2.4772
2010	1,104,796.00	77,004.00	14.3473

2 Total of line 1, column (d) . . . . .	2	19.3048
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 . . . . .	3	3.8610
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 . . . . .	4	1,374,186.30
5 Multiply line 4 by line 3 . . . . .	5	5,305,733.30
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	6	40.00
7 Add lines 5 and 6 . . . . .	7	5,305,773.30
8 Enter qualifying distributions from Part XII, line 4 . . . . . 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	8	1,140,658.00

**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	80.00
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	80.00
3	Add lines 1 and 2 . . . . .		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		
6	<b>Credits/Payments</b>		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 . . . . .	6a	100.00
b	Exempt foreign organizations - tax withheld at source . . . . .		
c	Tax paid with application for extension of time to file (Form 8868) . . . . .		
d	Backup withholding erroneously withheld . . . . .		
7	Total credits and payments Add lines 6a through 6d . . . . .	7	100.00
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> ► . . . . .		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> ► . . . . .	10	20.00
11	Enter the amount of line 10 to be <b>Credited to 2016 estimated tax</b> ► . . . . .		
	Refunded ► . . . . .	11	20.00

**Part VII-A Statements Regarding Activities**

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? . . . . .	1a	X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . .		
<i>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</i>			
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____	2	X
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>		
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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b	X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>		
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? . . . . .	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► . . . . .	7	X
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? <i>If "No," attach explanation</i> . . . . .		
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	8b	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .		

**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). . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <a href="http://www.barnesgroupinc.com/about-bqi/barnes-group-foundation.aspx">http://www.barnesgroupinc.com/about-bqi/barnes-group-foundation.aspx</a>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13			X
14	The books are in care of ► Thomas O Barnes Telephone no ► 860-583-7070 Located at ► 123 Main Street, Bristol, CT ZIP+4 ► 06010		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ► <input type="checkbox"/> 15		
16	At any time during calendar year 2015, 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. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
16			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.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>1a</b>	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>b</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"/>		
<b>1b</b>			
<b>c</b>	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 2015? . . . . .		
<b>1c</b>			
<b>2</b>	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))		
<b>a</b>	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? . . . . . If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>2b</b>			
<b>b</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) . . . . .		
<b>3a</b>	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
<b>3b</b>			
<b>3a</b>	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>4a</b>			
<b>b</b>	If "Yes," did it have excess business holdings in 2015 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 2015) . . . . .		
<b>4b</b>			
<b>4a</b>			
<b>b</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2015? . . . . .		

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(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 checked="" type="checkbox"/> Yes <input 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	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)? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b	X
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <input type="checkbox"/>				
c	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 checked="" type="checkbox"/> No			
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>				
6a	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		6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	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		7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .				

**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	0.00		

**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. . . . . ►**

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**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		
<b>Total number of others receiving over \$50,000 for professional services . . . . . ►</b>		

**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	
<b>Total. Add lines 1 through 3 . . . . . ►</b>	

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities . . . . .	1a	82,003.00
b Average of monthly cash balances . . . . .	1b	1,312,897.00
c Fair market value of all other assets (see instructions) . . . . .	1c	213.00
d <b>Total</b> (add lines 1a, b, and c) . . . . .	1d	1,395,113.00
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	1e	
2 Acquisition indebtedness applicable to line 1 assets . . . . .	2	
3 Subtract line 2 from line 1d . . . . .	3	1,395,113.00
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .	4	20,926.70
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,374,186.30
6 <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	68,709.00

**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)

1 Minimum investment return from Part X, line 6 . . . . .	1	68,709.00
2a Tax on investment income for 2015 from Part VI, line 5 . . . . .	2a	80.00
b Income tax for 2015 (This does not include the tax from Part VI) . . . . .	2b	
c Add lines 2a and 2b . . . . .	2c	80.00
3 Distributable amount before adjustments Subtract line 2c from line 1 . . . . .	3	68,629.00
4 Recoveries of amounts treated as qualifying distributions . . . . .	4	
5 Add lines 3 and 4 . . . . .	5	68,629.00
6 Deduction from distributable amount (see instructions) . . . . .	6	
7 <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1 . . . . .	7	68,629.00

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 . . . . .	1a	1,140,658.00
b Program-related investments - total from Part IX-B . . . . .	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required) . . . . .	3a	
b Cash distribution test (attach the required schedule) . . . . .	3b	
4 <b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,140,658.00
5 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) . . . . .	5	
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6	1,140,658.00

**Note.** 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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7 . . . . .				68,629.00
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only. . . . .				
b Total for prior years 20____,20____,20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010 . . . . . 1,100,947.00				
b From 2011 . . . . . 992,067.00				
c From 2012 . . . . . 1,048,966.00				
d From 2013 . . . . . 1,210,440.00				
e From 2014 . . . . . 1,183,830.00				
f Total of lines 3a through e . . . . . 5,536,250.00				
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 1,140,658.00				
a Applied to 2014, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2015 distributable amount. . . . .				68,629.00
e Remaining amount distributed out of corpus. . . . . 1,072,028.00				
5 Excess distributions carryover applied to 2015. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 6,608,278.00				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c 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 . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016. . . . .				
7 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) . . . . .				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . . . . 1,100,947.00				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . . 5,507,331.00				
10 Analysis of line 9				
a Excess from 2011 . . . . . 992,067.00				
b Excess from 2012 . . . . . 1,048,966.00				
c Excess from 2013 . . . . . 1,133,907.00				
d Excess from 2014 . . . . . 1,111,931.00				
e Excess from 2015 . . . . . 1,072,028.00				

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

**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

**Part XV Supplementary Information (continued)****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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b> See Attached			Contributions Gifts and Grants	1,140,658.00
<b>Total</b> .....			► 3a	1,140,658.00
<b>b Approved for future payment</b>				
<b>Total</b> .....			► 3b	

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

Enter gross amounts unless otherwise indicated

**1 Program service revenue**

- a \_\_\_\_\_
- b \_\_\_\_\_
- c \_\_\_\_\_
- d \_\_\_\_\_
- e \_\_\_\_\_
- f \_\_\_\_\_
- g Fees and contracts from government agencies \_\_\_\_\_

**2 Membership dues and assessments** . . . . .**3 Interest on savings and temporary cash investments** . . . . .**4 Dividends and interest from securities** . . . . .**5 Net rental income or (loss) from real estate**

- a Debt-financed property . . . . .
- b Not debt-financed property . . . . .

**6 Net rental income or (loss) from personal property** . . . . .**7 Other investment income** . . . . .**8 Gain or (loss) from sales of assets other than inventory****9 Net income or (loss) from special events** . . . . .**10 Gross profit or (loss) from sales of inventory** . . . . .**11 Other revenue a Change in Value of Investment**

- b \_\_\_\_\_
- c \_\_\_\_\_
- d \_\_\_\_\_
- e \_\_\_\_\_

**12 Subtotal Add columns (b), (d), and (e)** . . . . .**13 Total. Add line 12, columns (b), (d), and (e)** . . . . .

(See worksheet in line 13 instructions to verify calculations)

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes****Line No.**

▼ Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )

**Part XVII** **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

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?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash . . . . . (2) Other assets . . . . .	1a(1) 1a(2)	X X
b	Other transactions (1) Sales of assets to a noncharitable exempt organization . . . . . (2) Purchases of assets from a noncharitable exempt organization . . . . . (3) Rental of facilities, equipment, or other assets . . . . . (4) Reimbursement arrangements . . . . . (5) Loans or loan guarantees . . . . . (6) Performance of services or membership or fundraising solicitations . . . . .	1b(1) 1b(2) 1b(3) 1b(4) 1b(5) 1b(6)	X X X X X 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		

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign  
Here

► Thomas J. Burns 8/3/16  
Signature of officer or trustee Date

 Secretary

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

<b>Paid Preparer Use Only</b>	Print/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. _____			

► 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 for 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)

## Name of organization

Barnes Group Foundation Inc.

## Employer identification number

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="" 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)
		\$ _____	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
		\$ _____	_____

Name of organization

Barnes Group Foundation Inc.

Employer identification number

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
	(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
	(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
	(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, INC.**  
**STATEMENT OF FINANCIAL POSITION**  
**AS OF DECEMBER 31, 2015 and 2014**

	<b>2015</b>	<b>2014</b>
<b><u>Assets</u></b>		
Cash	1,369,463	1,256,331
Other Current Assets		
Federal Excise Tax Receivable	0	0
Interest and Other Income Receivable	0	425
Dividends Receivable	0	0
Investments at Market Value	0	0
Receivable BGI	0	0
Bonds	0	164,005
Total Assets	<b><u>1,369,463</u></b>	<b><u>1,420,761</u></b>
<b><u>Liabilities and Unrestricted Net Assets</u></b>		
Liabilities		
Payable	0	0
Federal Excise Tax Payable	0	0
Deferred Excise Tax Liabilities	0	0
Total Liabilities	<b><u>0</u></b>	<b><u>0</u></b>
Unrestricted Net Assets		
Net Assets	<b><u>1,369,463</u></b>	<b><u>1,420,761</u></b>
<b>Total Liabilities and Net Assets</b>	<b><u>1,369,463</u></b>	<b><u>1,420,761</u></b>

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF ACTIVITY**  
**FOR THE YEARS ENDED DECEMBER 31, 2015 and 2014**

	<b>2015</b>	<b>2014</b>
<b><u>Investment Income</u></b>		
Interest and Other Income	4,007	11,166
Dividends	0	0
Net Loss on Sale of Investments	0	0
Change in Value of Investments	(570)	(5,932)
Gain/Loss	0	0
Federal Excise and State Fees	27	19
<b>Total investment income</b>	<b><u>3,464</u></b>	<b><u>5,253</u></b>
<b><u>Expenses</u></b>		
Management Fees*	13,155	8,400
Federal Excise and State Fees	250	0
State Fees	0	0
Foreign Withholding Taxes	0	0
Other Expenses	0	0
Printing	0	0
Bank Fees	699	300
<b>Total expenses</b>	<b><u>14,104</u></b>	<b><u>8,700</u></b>
Excess/(Decrease) of Investment Income over Expenses	(10,640)	(3,447)
Contribution, Received	1,100,000	1,100,000
Contributions, Distributed	<u>(1,140,658)</u>	<u>(1,183,830)</u>
(Decrease)/Increase in Net Assets	(51,298)	(87,277)
Net Assets - beginning of year	1,420,761	1,508,038
<b>Net Assets - end of year</b>	<b><u>1,369,463</u></b>	<b><u>1,420,761</u></b>

\*Reported as "Trustee Fees" in previous years

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF CASH FLOW**  
**FOR THE YEARS ENDED DECEMBER 31, 2015 and 2014**

	<b>2015</b>	<b>2014</b>
<b>Operating Activities</b>		
(Decrease)/Increase in Net Assets	(51,298)	(87,277)
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	0	0
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	0	0
Cash used in operating activities	<u>(51,298)</u>	<u>(87,277)</u>
<b>Investing Activities:</b>		
Purchase of investments	0	0
Maturity of investments	<u>0</u>	<u>0</u>
Cash provided by investing activities	<u>0</u>	<u>0</u>
<b>Financing Activities:</b>		
Cash provided by financing activities	0	0
Net increase (decrease) in cash and cash equivalents	(51,298)	(87,277)
 Cash and cash equivalents - beginning of year	<u>1,420,761</u>	<u>1,508,038</u>
 Cash and cash equivalents - end of year	<u><u>1,369,463</u></u>	<u><u>1,420,761</u></u>

**BARNES GROUP FOUNDATION, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2015 and 2014**

**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 2015, 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 2015 BGI contributed \$1,100,000 to the Foundation. In 2014 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, 2015 and 2014 consist of the following:

	<b>2015</b>		<b>2014</b>	
	<b>Market Value</b>	<b>Cost</b>	<b>Market Value</b>	<b>Cost</b>
Common stock	-0-	-0-	-0-	-0-
Other investments	-0-	-0-	164,005	165,000
<b>Total Investments</b>	<b>-0-</b>	<b>-0-</b>	<b>164,005</b>	<b>165,000</b>

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF DISTRIBUTIONS**  
**YEAR ENDED DECEMBER 31, 2015**

Schedule 1

<b>Date</b>	<b>Check Number</b>	<b>Description</b>	<b>Amount</b>
<b>Health &amp; Welfare</b>			
02/11/2015	11725	Interval House CT	500.00
02/11/2015	11728	North Star Foundation	500.00
02/11/2015	11729	United Way West Central CT	1,500.00
02/11/2015	11733	Easter Seals Rehabilitation Center	1,000.00
02/11/2015	11740	Bristol Hospital Development Foundation	2,500.00
02/11/2015	11743	YWCA Hartford Region	2,080.00
02/11/2015	11744	CT Children's Medical Center Auxiliary	10,000.00
02/17/2015	11746	FOODSHARE	60.00
02/17/2015	11747	St. Jude's Children's Research Hospital	200.00
02/17/2015	11748	American Cancer society of MA	50.00
02/17/2015	11749	Special Olympics Connecticut	50.00
02/17/2015	11754	Amateur Athletic Union of US-CT Attack	4,000.00
02/17/2015	11757	American Cancer Society	200.00
02/17/2015	11758	Dana Farber Cancer Inst.	400.00
02/17/2015	11762	Wrightsville Vol Fire Department, Inc.	50.00
02/25/2015	11763	United Way West Central CT	51,819.04
03/12/2015	11766	National Conference For Comm. & Justice	4,704.00
03/12/2015	11778	Mercy Housing and Shelter Corporation	1,000.00
03/12/2015	11780	Wounded Warrior Project	50.00
03/12/2015	11781	March of Dimes of PA	200.00
03/12/2015	11783	Humane Society of the US	50.00
03/12/2015	11784	American Diabetes Association of VA	200.00
03/12/2015	11785	Northeast Animal Shelter	100.00
03/12/2015	11787	American Cancer Society of MI	100.00
03/12/2015	11788	American Cancer society of MA	50.00
03/20/2015	11793	Windsor Recovery Club	100.00
03/20/2015	11794	United Way of Central and Northeastern CT	1,250.00
03/31/2015	11795	March of Dimes of PA	60.00
03/31/2015	11796	March of Dimes of PA	50.00
03/31/2015	11797	Archbishop Catholic Appeal of Boston	200.00
03/31/2015	11798	Archbishop Catholic Appeal of Boston	100.00
03/31/2015	11801	US Catholic Conference - Annual Appeal	300.00
03/31/2015	11802	US Catholic Conference - Annual Appeal	200.00
03/31/2015	11804	Middlesex Hospital	100.00
03/31/2015	11805	March of Dimes of PA	50.00
03/31/2015	11811	Oregon Zoo Foundation	178.00
03/31/2015	11812	American Heart Association of KS	50.00
03/31/2015	11814	March of Dimes of PA	100.00
04/07/2015	11816	Wheeler Clinic	1,000.00

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF DISTRIBUTIONS**  
**YEAR ENDED DECEMBER 31, 2015**

Schedule 1

04/07/2015	11818	Aurora Foundation	2,500.00
04/07/2015	11819	Governor's Prevention Partnership	5,000.00
04/07/2015	11823	American Cancer Society	5,000.00
04/29/2015	11829	Prudence Crandall Center, Inc.	4,750.00
04/29/2015	11830	YWCA of New Britain	500.00
04/30/2015	11834	Juvenile Diabetes Research Foundation	3,000.00
05/06/2015	11836	Arthritis Foundation	1,000.00
05/06/2015	11837	United Way West Central CT	2,500.00
05/18/2015	11839	CT Children's Medical Center Fnd	5,000.00
05/18/2015	11840	Wheeler Clinic	900.00
05/18/2015	11841	Bristol Hospital Development Foundation	1,800.00
05/18/2015	11847	St. Francis Hospital Foundation	4,000.00
05/20/2015	11849	Addison Home Health and Hospice	500.00
05/20/2015	11850	The Network	3,000.00
06/17/2015	11852	Cape Ann Animal Aid	100.00
06/17/2015	11853	Erie City Mission	400.00
06/17/2015	11854	Erie City Mission	400.00
06/17/2015	11855	Erie City Mission	400.00
06/17/2015	11857	Crossroads	200.00
06/17/2015	11858	March of Dimes of PA	50.00
06/17/2015	11862	Habitant for Humanity International	50.00
06/17/2015	11863	Habitant for Humanity International	50.00
06/17/2015	11864	Humane Society of the US	50.00
06/17/2015	11865	Pan-Mass Challenge	50.00
06/17/2015	11866	National Audubon Society	50.00
06/17/2015	11867	American Heart Association of NH	50.00
06/17/2015	11868	Plymouth Community Food Bank	100.00
06/17/2015	11869	American Heart Association	50.00
06/17/2015	11870	St. Jude's Children's Research Hospital	50.00
06/17/2015	11871	March Of Dimes of NY	50.00
06/17/2015	11872	Ally Founation	200.00
06/17/2015	11873	Ally Founation	2,600.00
06/17/2015	11874	Passionist Volunteers International	100.00
06/17/2015	11876	Yale New Haven Hospital	2,000.00
06/17/2015	11877	National Multiple Sclerosis Society of CT	150.00
06/17/2015	11878	Matt's Mission Fund	50.00
06/17/2015	11879	March of Dimes of PA	50.00
06/17/2015	11880	Cape Ann Animal Aid	200.00
06/17/2015	11881	Matthew 25 Ministries	200.00
06/17/2015	11884	American Heart Association of KS	50.00
06/17/2015	11885	American Heart Association of KS	50.00
06/17/2015	11886	Memorial Sloan-Kettering Cancer Center	100.00
06/17/2015	11887	CT Humane Society	100.00
06/17/2015	11888	American Diabetes Association of VA	50.00

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

06/17/2015	11889	Children's Hospital of WI	200.00
06/17/2015	11890	Children's Hospital of WI	200.00
06/17/2015	11892	American Heart Association	50.00
06/17/2015	11895	Dana Farber Cancer Inst.	100.00
06/17/2015	11897	San Francisco Aids Foundation	100.00
06/17/2015	11898	Make A Wish Foundation of Connecticut	100.00
06/17/2015	11901	Diocesan of Palm Beach	2,000.00
06/17/2015	11902	SADD, Inc.	68.00
06/17/2015	11905	Arthritis Foundation of GA	60.00
06/17/2015	11906	National Multiple Sclerosis Society of CT	200.00
06/17/2015	11908	Crohn's and Colitis Foundation of America	100.00
06/17/2015	11909	American Heart Association of Ohio	100.00
06/17/2015	11910	American Heart Association of Ohio	100.00
06/17/2015	11911	American Heart Association of Ohio	100.00
06/17/2015	11912	Flashes of Hope - Kick - It	50.00
06/17/2015	11914	American Cancer society of MA	3,450.00
06/17/2015	11915	American Red Cross National Hdqtrs	3,950.00
06/17/2015	11917	United Way of Central NY, Inc.	150.00
06/17/2015	11922	Fidelco Guide Dog Foundation	3,000.00
06/17/2015	11923	American Red Cross National Hdqtrs	1,000.00
07/15/2015	11929	Habitant for Humanity	20,000.00
07/15/2015	11931	Oak Hill	10,000.00
07/15/2015	11935	Shepard Meadows Therapeutic Riding Ctr.	5,000.00
07/15/2015	11937	Easter Seals of Wbty, CT	200.00
07/15/2015	11938	United Way West Central CT	500.00
07/15/2015	11939	HARC, Inc.	500.00
07/16/2015	11941	Erie City Mission	400.00
07/16/2015	11942	Erie City Mission	400.00
07/16/2015	11943	American Cancer Society of Atlanta, GA	300.00
07/16/2015	11944	Habitant for Humanity International	50.00
07/16/2015	11946	American Cancer Society of Atlanta, GA	200.00
07/16/2015	11948	American Cancer Society of Atlanta, GA	200.00
07/16/2015	11949	Lamoille Area Cancer Network	200.00
07/16/2015	11950	Northeast Animal Shelter	100.00
07/16/2015	11951	Al's Angels Inc.	200.00
07/16/2015	11952	Cystic Fibrosis Foundation of MD	700.00
07/16/2015	11953	Cystic Fibrosis Foundation of GA	4,000.00
07/16/2015	11954	National Multiple Sclerosis Society of OH	100.00
08/06/2015	11960	CT Cycling Advancement Program	2,500.00
08/11/2015	11963	United Way West Central CT	100,868.29
09/22/2015	11966	United Way West Central CT	1,200.00
09/22/2015	11969	Nutmeg Big Brothers - Big Sisters	1,000.00
09/22/2015	11971	American Red Cross National Hdqtrs	1,600.00
09/23/2015	11972	American Red Cross National Hdqtrs	100.00

**BARNES GROUP FOUNDATION, INC.**  
**STATEMENT OF DISTRIBUTIONS**  
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Schedule 1

09/23/2015	11973	Erie City Mission	400.00
09/23/2015	11974	American Cancer Society of Atlanta, GA	100.00
09/23/2015	11975	St. Baldrick's Foundation	200.00
09/23/2015	11976	Habitant for Humanity International	50.00
09/23/2015	11978	Susan G. Komen Foundation of TX	50.00
09/23/2015	11979	Leukemia & Lymphoma Society of WI	200.00
09/23/2015	11980	Special Olympics Connecticut	50.00
09/23/2015	11981	Nazareth Housing	100.00
09/23/2015	11983	American Red Cross National Hdqtrs	200.00
09/23/2015	11984	American Red Cross National Hdqtrs	500.00
09/23/2015	11986	American Red Cross National Hdqtrs	400.00
09/23/2015	11988	Susan G. Komen Foundation of NY	100.00
09/23/2015	11989	American Red Cross National Hdqtrs	2,000.00
09/23/2015	11990	Children's Organ Transplant Assoc.	1,000.00
09/23/2015	11991	Crohn's and Colitis Foundation of America	100.00
09/23/2015	11992	CT Humane Society	50.00
09/23/2015	11993	American Heart Association	200.00
10/08/2015	11998	National Multiple Sclerosis Society of UT	1,760.00
10/08/2015	12000	Nutmeg Big Brothers - Big Sisters	4,000.00
10/08/2015	12001	Bristol Hospital Development Foundation	9,000.00
10/22/2015	12002	American Red Cross National Hdqtrs	1,988.00
10/22/2015	12003	Erie City Mission	400.00
10/22/2015	12004	American Red Cross National Hdqtrs	50.00
10/22/2015	12007	Humane Society of the US	50.00
10/22/2015	12009	American Assoc. for Cancer Research	200.00
10/22/2015	12011	American Red Cross National Hdqtrs	200.00
10/22/2015	12012	Catales, Inc.	200.00
10/22/2015	12013	Down Syndrome Association of WI	60.00
10/22/2015	12014	American Red Cross National Hdqtrs	100.00
10/22/2015	12015	Juvenile Diabetes Research Foundation	100.00
10/22/2015	12016	Down Syndrome Association of WI	200.00
10/22/2015	12017	American Red Cross National Hdqtrs	200.00
10/22/2015	12018	Down Syndrome Association of WI	0.00
11/09/2015	12022	Bristol Preschool Child Care Center, Inc.	1,000.00
11/09/2015	12023	American Red Cross National Hdqtrs	19,366.60
11/09/2015	12024	American Red Cross National Hdqtrs	1,987.26
11/09/2015	12025	American Red Cross National Hdqtrs	520.00
11/09/2015	12026	Dana Farber Cancer Inst.	100.00
11/09/2015	12028	American Red Cross National Hdqtrs	50.00
11/09/2015	12029	Muscular Dystrophy Assoc. of SC	100.00
11/09/2015	12030	Muscular Dystrophy Assoc. of SC	200.00
11/09/2015	12031	American Red Cross National Hdqtrs	4,000.00
11/09/2015	12032	Dana Farber Cancer Inst.	50.00
11/16/2015	12043	Brain Injury Alliance of CT	300.00

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

11/16/2015	12044	Erie City Mission	400.00
11/16/2015	12048	FOODSHARE	60.00
11/16/2015	12049	Mercy Housing and Shelter Corporation	100.00
11/16/2015	12050	Marlborough Volunteer Fire Co.	70.00
11/16/2015	12051	Salvation Army of Canton MA	100.00
12/02/2015	12053	Farm to Family, Inc.	5,000.00
12/09/2015	12056	Bay View Community Center	50.00
12/09/2015	12058	Nutmeg Big Brothers - Big Sisters	1,290.00
12/09/2015	12059	Wisconsin Parkinson Association	720.00
12/09/2015	12060	National Federation Blind of CT	50.00
12/09/2015	12061	Soteni International	100.00
12/09/2015	12063	CT Humane Society	100.00
12/09/2015	12064	Susan G. Komen Foundation of IL	500.00
12/09/2015	12066	Bay View Community Center	50.00
12/09/2015	12068	Doctors Without Borders USA	150.00
12/09/2015	12069	Lazarus House, Inc.	100.00
12/09/2015	12070	American Cancer Society of Atlanta, GA	100.00
12/09/2015	12071	Cherubs	4,000.00
12/09/2015	12073	Bay View Community Center	50.00
12/09/2015	12074	Hospice of Crawford County, Inc.	100.00
12/09/2015	12076	Bay View Community Center	150.00
12/09/2015	12077	Wheeler Clinic	2,500.00
12/09/2015	12081	Bristol Preschool Child Care Center, Inc.	5,000.00
12/21/2015	12083	American Cancer society of MA	50.00
12/21/2015	12085	Bay View Community Center	200.00
12/21/2015	12087	Protectors of Animals, Inc.	200.00
12/21/2015	12088	Catales, Inc.	200.00
12/21/2015	12090	Greater Boston Food Bank, Inc.	66.00
12/31/2015	12093	Nutmeg Big Brothers - Big Sisters	500.00
12/31/2015	12094	FOODSHARE	100.00
12/31/2015	12095	Juvenile Diabetes Research Fnd of NY	100.00
12/31/2015	12096	American Cancer Society of Atlanta, GA	70.00
12/31/2015	12099	Archbishop Catholic Appeal of Boston	50.00
12/31/2015	12102	American Cancer Society of Atlanta, GA	50.00
12/31/2015	12103	Multiple Sclerosis Foundation	60.00
12/31/2015	12105	Wounded Warrior Project	50.00
12/31/2015	12106	US Catholic Conference - Annual Appeal	400.00
12/31/2015	12107	Bay View Community Center	50.00
12/31/2015	12108	Church of the Nazarene, Inc	4,000.00
12/31/2015	12109	Bay View Community Center	300.00
12/31/2015	12113	Special Olympice of RI	200.00
12/31/2015	12114	St. Mary's Home for Children	400.00
12/31/2015	12115	Bay View Community Center	50.00
12/31/2015	12120	My Brothers Table	50.00

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Schedule 1

12/31/2015	12121	Salvation Army Hartford Chapter	70.00
12/31/2015	12123	CT Cat Connection	50.00
12/31/2015	12126	Evangelical Child & Family Agency	500.00
12/31/2015	12127	Teen Challenge International of WI	500.00
12/31/2015	12128	CT Children's Medical Center Fnd	2,000.00
12/31/2015	12129	Clean Wisconsin, Inc.	200.00
12/31/2015	12130	Milwaukee Rescue Mission	300.00
12/31/2015	12133	Erie City Mission	400.00
12/31/2015	12134	Windsor Food & Fuel Bank	200.00
12/31/2015	12135	Covenant House	169.10
12/31/2015	12137	Joshua's Place	500.00
12/31/2015	12139	Easter Seals Inc. of WI	100
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			382,704.29
			<hr/>
			<b>382,704.29</b>

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

<b>Date</b>	<b>Check Number</b>	<b>Description</b>	<b>Amount</b>
<b>Education</b>			
02/11/2015	11720	Bristol Eastern High School	500.00
02/11/2015	11721	Bristol Central High School	0.00
02/11/2015	11722	St. Paul's Catholic High School	500.00
02/11/2015	11723	Terryville High School	500.00
02/11/2015	11726	Women & Girls' Fund	10,000.00
02/11/2015	11731	United Negro College Fund	2,500.00
02/11/2015	11735	Jr. Achievement Of Southwest New England	7,500.00
02/11/2015	11739	Bristol School/Business Partnership	300.00
02/11/2015	11742	Center for Children's Advocacy	1,000.00
02/17/2015	11750	University of Dublin Fund	200.00
02/17/2015	11751	Pennsylvania State University	160.00
02/17/2015	11753	St. Joseph Church & School	1,380.00
02/17/2015	11756	Fisk University	4,000.00
02/17/2015	11759	Mason Schools Foundation	150.00
02/17/2015	11760	Mason Schools Foundation	150.00
02/17/2015	11761	Ferris Foundation	100.00
02/25/2015	11764	CT Science Fair Association, Inc.	5,000.00
02/26/2015	11765	Jr. Achievement Of Southwest New England	4,200.00
03/12/2015	11767	CT Center for Science & Exploration Inc.	10,000.00
03/12/2015	11769	Main Street Community Foundation	10,000.00
03/12/2015	11770	Main Street Community Foundation	1,100.00
03/12/2015	11773	St. Philip House	500.00
03/12/2015	11775	Bristol School/Business Partnership	1,000.00
03/12/2015	11782	Avon High School	1,334.00
03/12/2015	11786	Tabor Academy	700.00
03/12/2015	11789	Western CT State University	50.00
03/16/2015	11790	Bristol Central High School	500.00
03/31/2015	11803	Main Street Community Foundation	50.00
03/31/2015	11806	Piux XI High School	100.00
03/31/2015	11807	St. Norbert College	200.00
03/31/2015	11808	Marist College	200.00
03/31/2015	11809	Cedar Ridge Children's School, Inc.	1,000.00
03/31/2015	11813	Ridgewood Elementary School	4,000.00
04/07/2015	11815	Environmental Learning Center of CT	5,000.00
04/07/2015	11821	Edgewood School	500.00
04/07/2015	11824	Hartford Foundation for Public Giving	10,000.00
04/16/2015	11828	Ridgewood Elementary School	1,500.00
05/04/2015	11835	World Affairs Council	500.00
05/18/2015	11838	Bristol Business Education Foundation	1,250.00

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

05/18/2015	11844	W A L K S Foundation, Inc.	1,000.00
06/17/2015	11856	HOSA - Box Elder High School	4,000.00
06/17/2015	11859	Trinity College	700.00
06/17/2015	11860	University of Hartford	100.00
06/17/2015	11861	St. Philip House	1,000.00
06/17/2015	11875	HOSA - Box Elder High School	3,350.00
06/17/2015	11882	Environmental Learning Center of CT	120.00
06/17/2015	11883	Consolidated School Dist. of New Britain	100.00
06/17/2015	11891	HOSA - Box Elder High School	2,000.00
06/17/2015	11893	UCONN Foundation	600.00
06/17/2015	11894	Connecticut Community Foundation	500.00
06/17/2015	11896	St. Martha RC Church and School	2,200.00
06/17/2015	11900	Mac Pact	300.00
06/17/2015	11904	Carnegie Mellon University	200.00
06/17/2015	11913	Fairfield University	4,000.00
06/17/2015	11916	Bristol Business Education Foundation	2,500.00
06/17/2015	11919	Main Street Community Foundation	5,000.00
06/17/2015	11920	Our Piece of the Pie	1,500.00
06/17/2015	11925	Bristol School/Business Partnership	400.00
06/17/2015	11926	Tunxis Community College Foundation	1,500.00
07/07/2015	11927	Bristol Police Department	629.97
07/15/2015	11928	Scholarship America, Inc.	213,200.00
07/15/2015	11934	CT Center for Science & Exploration Inc.	10,000.00
07/15/2015	11936	Bristol Business Education Foundation	1,000.00
07/16/2015	11947	Lourdes Academy	400.00
07/16/2015	11955	St. Paul's Catholic High School	1,000.00
08/06/2015	11957	Main Street Community Foundation	1,000.00
09/22/2015	11967	W A L K S Foundation, Inc.	0.00
09/23/2015	11977	Main Street Community Foundation	50.00
09/23/2015	11982	World Learning	50.00
09/23/2015	11985	Duke University Brain Cancer Research	200.00
09/23/2015	11994	Michigan State University	130.00
09/24/2015	11995	Anti-Defamation League	500.00
10/07/2015	11997	Bristol Business Education Foundation	1,000.00
10/22/2015	12005	Squadron Line School PTO	500.00
10/22/2015	12008	Wellspring Foundation	200.00
10/22/2015	12010	Environmental Learning Center of CT	200.00
10/29/2015	12019	Environmental Learning Center of CT	1,000.00
10/30/2015	12020	Tunxis Community College Foundation	2,500.00
11/09/2015	12021	Scholarship America, Inc.	139,400.00
11/09/2015	12033	Squadron Line School PTO	200.00
11/09/2015	12035	Main Street Community Foundation	100.00
11/09/2015	12037	Landmark School	200.00
11/09/2015	12038	Ekal Vidyalaya Foundation 02 USA	730.00

**BARNES GROUP FOUNDATION, INC.**  
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11/09/2015	12039	Renbrook School	3,000.00
11/16/2015	12045	Grand Valley State University	500.00
11/16/2015	12046	Grace Youth and Family Foundation	3,950.00
11/16/2015	12047	Wesleyan University	300.00
11/16/2015	12052	Fairfield University	5,000.00
12/02/2015	12054	Edgewood School	2,000.00
12/02/2015	12055	Bristol School/Business Partnership	3,480.00
12/09/2015	12057	Brixham Montessori Friends School	4,000.00
12/09/2015	12062	Choate Rosemary Hall Foundation	4,000.00
12/09/2015	12067	Wesleyan University	50.00
12/09/2015	12072	Mason Schools Foundation	650.00
12/09/2015	12075	Watkinson School	100.00
12/09/2015	12080	Environmental Learning Center of CT	5,000.00
12/21/2015	12084	W Q L N Public Broadcasting	100.00
12/21/2015	12086	St. Joseph Church & School	2,000.00
12/21/2015	12089	Leland Stanford Jr. University	100.00
12/21/2015	12091	Evans Scholar Foundation	1,000.00
12/21/2015	12092	Harris Center for Conservation Education	100.00
12/31/2015	12097	University of Hartford	1,000.00
12/31/2015	12098	Bramson ORT Technical Institute	2,000.00
12/31/2015	12100	CT Center for Science & Exploration Inc.	850.00
12/31/2015	12104	University of Dublin Fund	200.00
12/31/2015	12110	Boxford Historical Society	50.00
12/31/2015	12111	BTA/BOLT Inc.	80.00
12/31/2015	12112	Leland Stanford Jr University	200.00
12/31/2015	12116	Michigan State University	100.00
12/31/2015	12117	Lamb of God Lutheran School	90.00
12/31/2015	12118	Urban League of Greater Hartford	5,000.00
12/31/2015	12119	Trinity College	1,000.00
12/31/2015	12122	Wellspring Foundation	300.00
12/31/2015	12124	Pennsylvania State University	100.00
12/31/2015	12125	Pennsylvania State University	160.00
12/31/2015	12131	Proctor Academy	200.00
12/31/2015	12138	Mason Schools Foundation	250.00
			<hr/> 539,793.97
			<hr/> 539,793.97

**BARNES GROUP FOUNDATION, INC.**  
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<b>Date</b>	<b>Check Number</b>	<b>Description</b>	<b>Amount</b>
<b>Cultural &amp; Arts</b>			
02/11/2015	11724	CT Forum, Inc.	1,000.00
02/11/2015	11727	City Of Bristol Parks And Recreation	1,000.00
02/11/2015	11730	Hill-Stead Museum	3,000.00
02/11/2015	11732	Nutmeg Symphony Orchestra, Inc.	2,500.00
02/11/2015	11738	New Britain Museum of American Art	5,000.00
02/12/2015	11745	Bushnell	9,120.00
02/17/2015	11755	Lyman High School	1,200.00
03/12/2015	11768	Hartford Symphony Orchestra	0.00
03/12/2015	11771	Avon Unico	1,000.00
03/12/2015	11772	Hartford Symphony Orchestra	0.00
03/12/2015	11774	Hartford Stage Company	3,750.00
03/12/2015	11776	New England Air Museum	1,000.00
03/12/2015	11779	Children's Museum	1,500.00
03/20/2015	11791	Bristol Chrysanthemum Festival, Inc.	2,000.00
03/20/2015	11792	Imagine Nation Museum	1,000.00
03/31/2015	11799	Children's Orchestra Society, Inc.	600.00
03/31/2015	11800	Russian Artists International	2,000.00
04/29/2015	11831	CT Historical Society	2,500.00
04/29/2015	11832	CT Forum, Inc.	6,500.00
04/29/2015	11833	Bristol Historical Society	1,000.00
05/18/2015	11842	New England Carousel Museum	2,500.00
05/18/2015	11843	Hartford Stage Company	2,500.00
05/18/2015	11845	American Clock and Watch Museum	1,000.00
05/18/2015	11846	Hartford Symphony Orchestra	2,500.00
05/18/2015	11846	Hartford Symphony Orchestra	2,500.00
05/18/2015	11848	City of Bristol	1,000.00
06/17/2015	11903	WGBH Educational Foundation	50.00
06/17/2015	11921	Wadsworth Atheneum	1,000.00
07/15/2015	11932	Bristol Historical Society	5,000.00
07/15/2015	11933	Bushnell	10,000.00
07/15/2015	11940	Greater Hartford Arts Center	12,000.00
07/16/2015	11945	Greater Hartford Arts Center	1,500.00
07/23/2015	11956	Seven Angels Theatre	1,250.00
08/06/2015	11958	Children's Museum	1,000.00
08/06/2015	11959	Greater Hartford Arts Center	2,000.00
08/10/2015	11961	CT Public Broadcasting	0.00
08/10/2015	11962	CT Public Broadcasting	8,500.00
09/23/2015	11987	Palace Theater Group	500.00
10/08/2015	11999	New England Carousel Museum	500.00

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11/09/2015	12027	Bushnell	4,000.00
11/09/2015	12034	New England Air Museum	800.00
11/09/2015	12036	Richmond Memorial Library	70.00
12/09/2015	12078	New England Carousel Museum	5,000.00
12/09/2015	12079	American Clock and Watch Museum	5,000.00
12/09/2015	12082	Imagine Nation Museum	5,000.00
12/31/2015	12101	CT Public Broadcasting	850.00
12/31/2015	12132	CT Guitar Society	1,000.00
12/31/2015	12136	Our Lady of Guadalupe Radio Inc.	4,000.00
			<hr/>
			126,690.00
			<hr/>
			<b>126,690.00</b>

**BARNES GROUP FOUNDATION, INC.  
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Schedule 1

<b>Date</b>	<b>Check Number</b>	<b>Description</b>	<b>Amount</b>
<b>Civic &amp; Youth</b>			
02/11/2015	11736	Bristol Boys & Girls Club	10,000.00
02/11/2015	11737	Bristol Boys & Girls Club	5,000.00
03/31/2015	11810	Essex County Greenbelt Association	70.00
04/07/2015	11820	Forestville Little League	2,500.00
04/07/2015	11822	Girl Scouts of Connecticut	2,500.00
04/09/2015	11825	Bristol Post #2 Baseball	1,000.00
04/15/2015	11827	Boys And Girls Clubs Of Hartford	1,000.00
06/05/2015	11851	Bristol Sports Hall Of Fame And Museum	250.00
06/17/2015	11899	Andover Hebron Marlboro Youth Services	50.00
06/17/2015	11907	Stamford Youth Foundation	100.00
06/17/2015	11924	Bristol Sports Hall Of Fame And Museum	1,000.00
07/15/2015	11930	Bristol Boys & Girls Club	50,000.00
09/22/2015	11968	CT Rivers Council, BSA	5,000.00
09/22/2015	11970	Christian Fellowship Center	450.00
10/07/2015	11996	Bristol Police Benevolent Association	1,000.00
10/22/2015	12006	Marooners	450.00
11/09/2015	12040	MSC Camp Wilderness	1,500.00
11/09/2015	12041	Pulaski High school	1,000.00
12/09/2015	12065	Bristol Boys & Girls Club	200.00
			<hr/> 83,070.00
			<hr/> <b>83,070.00</b>

**BARNES GROUP FOUNDATION, INC.  
STATEMENT OF DISTRIBUTIONS  
YEAR ENDED DECEMBER 31, 2015**

Schedule 1

<b>Date</b>	<b>Check Number</b>	<b>Description</b>	<b>Amount</b>
<b>Other Areas</b>			
02/11/2015	11734	Veterans of Foreign Wars of the US	250.00
02/11/2015	11741	CT Women's Hall Of Fame	1,000.00
03/12/2015	11777	St. Mary Star of the Sea Church	1,000.00
04/07/2015	11817	Bristol Rotary Club	0.00
06/17/2015	11918	Riverfront Recapture, Inc.	1,000.00
09/22/2015	11964	Bristol Rotary Club	5,000.00
09/22/2015	11965	Providence Church	150.00
			<b><u>8,400.00</u></b>

**Attached Schedules**

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

Description		Revenue and Expenses per books
1	Tax Refund	27

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

Description		Revenue and Expenses per books
1	Bank Fee	699
2	Management Fees	13,155
3	Other Expenses	-
4	Taxes	250

**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			164,005	-	-	-

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

Asset Description		Book Value Beg of Year	Book Value End of year
1	Interest Receivable	425	-

**BARNES GROUP FOUNDATION, INC.**

FORM 990PF

DECEMBER 31, 2015

#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.