

SPENCER LORI L
Form 4
March 28, 2003

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

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935
or Section 30(h) of the Investment Company Act of 1940**

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

| | | |
|---|--|--|
| <p>1. Name and Address of Reporting Person*</p> <p>Spencer, Lori L.</p> <hr/> <p><i>(Last) (First) (Middle)</i></p> <p>The Lamson & Sessions Co. 25701 Science Park Drive</p> <hr/> <p><i>(Street)</i></p> | <p>2. Issuer Name and Ticker or Trading Symbol</p> <p>The Lamson & Sessions Co. LMS</p> <hr/> | <p>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</p> <p>_____</p> |
| <p>4. Statement for Month/Day/Year</p> <p>3/26/2003</p> <hr/> | <p>5. If Amendment, Date of Original (Month/Day/Year)</p> <p>_____</p> | |
| <p>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</p> <p>Cleveland, Ohio 44122</p> <hr/> <p><i>(City) (State) (Zip)</i></p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <i>(give title below)</i></p> <p><input type="checkbox"/> Other <i>(specify below)</i></p> <p>Vice President and Controller</p> <hr/> | <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form Filed by One Reporting Person</p> <p><input type="checkbox"/> Form Filed by More than One Reporting Person</p> | |

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

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security <i>(Instr. 3)</i> | 2. Transaction Date <i>(Month/Day/Year)</i> | 2A. Deemed Execution Date, if any <i>(Month/Day/Year)</i> | 3. Transaction Code <i>(Instr. 8)</i> | 4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i> | (A) or (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 3 and 4)</i> | 6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i> | 7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i> |
|---|--|--|--|---|------------|---|--|---|
| COMMON STOCK | | | | | | 1,608 | I | (1) |
| COMMON STOCK | | | | | | 19,058 | D | (2) |
| COMMON STOCK | 03/26/03 | | A | 515 | A | \$4.050 8,469 | I | (3) |
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(1) Held under The Lamson & Sessions Co. Deferred Savings Plan (i.e., 401-K Plan) as of February 28, 2003, exempt under Rule 16b-3(c).

(2) Total includes 1,190 restricted shares, exempt under Rule 16b-3(d)(1), held by issuer until 3-year vesting period, on February 21, 2004 and February 18, 2006 of 586 and 604 common shares, respectively. Since reporting person's last report, 7,075 shares have been distributed from the Trust under the Deferred Compensation Plan for Executive Officers and are now held directly.

(3) Held in Trust pursuant to the Deferred Compensation Plan for Executive Officers - a 16b-3 Plan as of March 26, 2003. Adjusted to reflect the 7,075 shares distributed from the Plan as described in Footnote (2).

