SPENCER LORI L

Form 5

January 24, 2005

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer SPENCER LORI L Symbol LAMSON & SESSIONS CO [LMS] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) Director 10% Owner _X__ Officer (give title Other (specify 12/31/2004 below) below) THE LAMSON & SESSIONS Vice Pres. & Controller CO., 25701 SCIENCE PARK DRIVE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) CLEVELAND, OHÂ 44122 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zin)

(City)	(State) (Zi	P) Table 1	I - Non-Deriva	tive Secu	rities .	Acquir	ed, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securi Acquired Disposed (Instr. 3,	l (A) o l of (D))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMON STOCK	Â	Â	Â	Â	Â	Â	2,628	I	See Footnote (1)
COMMON STOCK	Â	Â	Â	Â	Â	Â	23,115	D (2)	Â
COMMON STOCK	Â	Â	Â	Â	Â	Â	3,020	I	See Footnote (3)

Edgar Filing: SPENCER LORI L - Form 5

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

of D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit.	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	int of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
									Amount	
						Date	Expiration	Title	or Number	
						Exercisable	Date	Title	of	
					(A) (D)					
					(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Kelationships							
•	Director	10% Owner	Officer	Other				
SPENCER LORI L								
THE LAMSON & SESSIONS CO.	â	â	Vice Pres. & Controller	Â				
25701 SCIENCE PARK DRIVE	А	А	A vice ries. & Controller	A				
CLEVELAND. OH 44122								

Signatures

/s/ Aileen Liebertz, Attorney-in-Fact for Lori L. Spencer 01/24/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Held under The Lamson & Sessions Co. Deferred Savings Plan (i.e., 401-K Plan) as of December 31, 2004, exempt under Rule 16b-3(c). Adjusted to reflect acquisitions since reporting person's last report.
- Total includes shares distributed to Reporting Person from the Trust under The Lamson & Sessions Co. Deferred Compensation Plan for (2) Executive Officers (the "Trust") as of June 2, 2004. Total also includes 604 restricted shares (grant previously reported) vesting on February 18, 2006.
- (3) Held in Trust pursuant to the Deferred Compensation Plan for Executive Officers a 16b-3 Plan as of December 31, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2