

SKILLING DAVID VAN  
Form 4/A  
May 04, 2005

**FORM 4**

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

OMB APPROVAL

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

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SKILLING DAVID VAN**

(Last) (First) (Middle)

**THE LAMSON & SESSIONS  
CO., 25701 SCIENCE PARK  
DRIVE**

(Street)

**CLEVELAND, OH 44122**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

**LAMSON & SESSIONS CO [LMS]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**04/29/2005**

4. If Amendment, Date Original Filed(Month/Day/Year)  
**05/03/2005**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price   |
| COMMON STOCK                    | 04/29/2005                           |  | A                              |   | 231   | A  | \$ 9.725  |
| COMMON STOCK                    |                                      |  |                                |   |   | I  | 5,687   |
| COMMON STOCK                    | 04/29/2005                           |  | M                              |   | 1,000   | A  | \$ 6.625  |

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**

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option (Right to Buy Common Stock)   | \$ 9.395   | 05/02/2005                           |  | A                              | 4,000   | 05/02/2006 <sup>(4)</sup> 05/02/2015                     | Common Stock 4,000  |
| Stock Option (Right to Buy Common Stock)   | \$ 6.625   | 05/01/1995                           |  | M                              | 1,000   | 05/01/1996 <sup>(5)</sup> 05/01/2005                     | Common Stock 1,000  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SKILLING DAVID VAN<br>THE LAMSON & SESSIONS CO.<br>25701 SCIENCE PARK DRIVE<br>CLEVELAND, OH 44122 | X             |           |         |       |

## Signatures

/s/ Aileen Liebertz Aileen Liebertz, Attorney-in-Fact for D. Van Skilling

05/04/2005

\*\*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).

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- (1) Restricted shares, exempt under Rule 16b-3(1), held by issuer until 3-year vesting period.
- (2) New account as of May 2004 - Shares held in Trust pursuant to Directors Deferred Compensation Plan - a 16b-3 Plan. Transaction(s) completed by Trustee as of April 8, 2005.
- (3) Direct Ownership: Total of 78,628 shares includes 69,328 shares previously held in Deferred Compensation Trust Account.
- (4) Grant pursuant to the Company's 1998 Incentive Equity Plan (As Amended and Restated as of April 30, 2004), a Rule 16b-3 plan, to the reporting person of an option to purchase 4,000 shares of the Company's Common Stock, 100% exercisable on and after May 2, 2006.
- (5) Stock Option, pursuant to the Company's Non-Employee Director Stock Option Plan, a Rule 16b-3 plan, to the reporting person of an option to purchase 1,000 shares of the Company's Common Stock, one-hundred percent exercisable on and after May 1, 1996.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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