SPENCER LORI L

Form 4

February 21, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SPENCER LORI L			Symbol	2. Issuer Name and Ticker or Trading Symbol LAMSON & SESSIONS CO [LMS]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) THE LAMSON & SESSIONS CO., 25701 SCIENCE PARK DRIVE			(Month/Day	3. Date of Earliest Transaction (Month/Day/Year) 02/16/2006					Director 10% Owner X Officer (give title Other (specify below)				
CLEVELAN	(Street) D, OH 44122		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table 1	I - Non-Dei	rivative Se	curiti	es Acq		ed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/	Year) Exec	Deemed cution Date, if nth/Day/Year)	3. Transactic Code (Instr. 8)	4. SecurionAcquirect Disposect (Instr. 3,	d (A) od of (D) 4 and (A) or	D) 15)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)					
COMMON STOCK					u			139	I	See Footnote			
COMMON STOCK	02/16/2006	5		A(2)	900	A	\$0	27,422	D (2)				
COMMON STOCK								1,936	I	See Footnote (3)			

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

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5. Number

6. Date Exercisable and

SEC 1474 (9-02)

7. Title and Amou

number.

4.

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

Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	Expiration Date (Month/Day/Year)	Underlying Securi (Instr. 3 and 4)	
				Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amor or Nur of Shar
Stock Appreci	ation \$ 28.6	02/16/2006		A	2,400	02/16/2007(4)	02/16/2016	Common Stock	2,4

Reporting Owners

2.

Relationships Reporting Owner Name / Address

3. Transaction Date 3A. Deemed

10% Owner Officer Other Director

SPENCER LORI L THE LAMSON & SESSIONS CO. 25701 SCIENCE PARK DRIVE CLEVELAND, OH 44122

Vice Pres. & Controller

Signatures

1. Title of

Rights

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

02/21/2006

**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).
- Held under The Lamson & Sessions Co. Deferred Savings Plan (the "401(k) Plan") exempt under Rule 16b-3(c). Total adjusted to reflect **(1)** ongoing acquisitions under the 401(k) Plan since reporting person's last report
- Total includes 387 restricted shares, exempt under Rule 16b-3(d)(1), held by issuer until 3-year vesting period, vesting on February 17, **(2)** 2008. Total reflects 900 shares of restricted stock, vesting on February 16, 2012, but subject to acceleration, based on performance.
- Held in Trust pursuant to the Deferred Compensation Plan for Executive Officers a 16b-3 Plan as of February 18, 2006.

(4)

Reporting Owners 2

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The Stock Appreciation Rights are exercisable over three (3) years as follows: one-third on February 16, 2007; one-third on February 16, 2008; and one-third on February 16, 2009, with number of shares vested in each year rounded to the nearest whole share.

Note: File three copies of this Form, one of which must be manually signed. If space 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.