CATANI ALBERT J III Form 5 January 31, 2003

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 5

ANNUAL 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

- O Check box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue.
 See Instruction 1(b).
- O Form 3 Holdings Reported
- O Form 4 Transactions Reported

Name and Address of Reporting Person*	2.	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
Catani, II Albert J.	_	The Lamson & Sessions Co. LMS	_	
(Last) (First) (Middle)	_		_	
The Lamson & Sessions Co. 25701 Science Park Drive	4.	Statement for Month/Year December 2002	5.	If Amendment, Date of Original (Month/Year)
(Street)	6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Reporting (Check Applicable Line)
Cleveland, Ohio 44122		O Director O 10% Owner		þ Form filed by One Reporting Person
(City) (State) (Zip)	-	p Officer (give title below)		0

O Other (specify below)

Form filed by More than One Reporting Person

Vice President - Manufacturing

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

	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2A.	Deemed Execution Date, if any (Month/Day/Year)	3.	Transat Code (Instr. 8)	tionecurities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of Securities Beneficially Owned at the 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 Ownershi (Instr. 4)
								(A) or Amount (D) Price						
	COMMON STOCK									852		I		(1)
	COMMON STOCK									5,716		D		(2)
	COMMON STOCK									16,448		I		(3)
_														
_														

⁽¹⁾ Held under The Lamson & Sessions Co. Deferred Savings Plan (i.e., 401-K Plan) as of December 31, 2002, exempt under Rule 16b-3(c). Adjusted to reflect acquisitions since reporting person's last report.

Total includes 1,465 restricted shares, exempt under Rule 16b-3(d)(1), held by issuer until 3-year vesting period, on February 23, 2003 and February 21, 2004 of 747 and 718 common shares, respectively. Total also includes 1,000 shares held jointly with wife.

(3) Held in Trust pursuant to the Deferred Compensation Plan for Executive Officers - a 16b-3 Plan as of December 31, 2002.

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		Table II Deriva (e.g., pu	tive ıts, c	Securities Acquir alls, warrants, op	ed, I	Disposed of, or Ben s, convertible secu	efic ritic	cially Owned			
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 I Securities Acquired (A (D) (Instr. 3, 4 and	a) or Disposed
										(A)	(D)
STOCK OPTION (Right to Buy Common Stock)		\$4.100		02/20/02				A*** V		12,000	
					Page	23					

Ex	ate Exercis xpiration I Month/Day/	Date		Amount of 8. g Securities d 4)	Price of 9. Derivative Security (Instr. 5)	Number of Derivative 10 Securities Beneficially Owned at End of Year (Instr. 4)	D. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
E	Date xercisable	Expiration Date	Title	Amount or Number of Shares				
	***	02/20/12	COMMON STOCK	12,000		12,000	D	
wnl	anation (of Pesnance						
xpl **	Grant one-th	ird on Febru	person of o		on February 2	s of the Company s Com 20, 2004; and one-third o		
-	Grant one-th	to reporting	person of clary 20, 200 to the near	03; one-third	on February 2 are.			

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.

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