

SPENCER LORI L  
Form 4  
March 21, 2003

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><b>1. Name and Address of Reporting Person*</b></p> <p>Spencer, Lori L.</p> <hr/> <p><i>(Last) (First) (Middle)</i></p> <p>The Lamson &amp; Sessions Co. 25701 Science Park Drive</p> <hr/> <p><i>(Street)</i></p> <p>Cleveland, Ohio 44122</p> <hr/> <p><i>(City) (State) (Zip)</i></p>	<p><b>2. Issuer Name and Ticker or Trading Symbol</b></p> <p>The Lamson &amp; Sessions Co. LMS</p> <hr/> <p><b>4. Statement for Month/Day/Year</b></p> <p>3/19/2003</p> <hr/> <p><b>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</b></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><b>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</b></p> <hr/> <p><b>5. If Amendment, Date of Original (Month/Day/Year)</b></p> <hr/> <p><b>7. Individual or Joint/Group Filing (Check Applicable Line)</b></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).

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**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>
			Code V	Amount	Price			
COMMON STOCK						1,608	I	(1)
COMMON STOCK						19,058	D	(2)
COMMON STOCK	03/19/03		A	237	A \$3.991	7,626	I	(3)

(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 19, 2003. Adjusted to reflect the 7,075 shares distributed from the Plan as described in Footnote (2).

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

1. Title of Derivative Security <i>(Instr. 3)</i>	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date <i>(Month/Day/Year)</i>	3A. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	4. Transaction Code <i>(Instr. 8)</i>	5. Number of Derivative Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	
				Code V	(A)	(D)

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

6. Date Exercisable and Expiration Date <i>(Month/Day/Year)</i>	7. Title and Amount of Underlying Securities <i>(Instr. 3 and 4)</i>	8. Price of Derivative Security <i>(Instr. 5)</i>	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 4)</i>	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	11. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
Date Exercisable    Expiration Date	Title				Amount or Number of Shares

**Explanation of Responses:**

<p style="margin: 0;">/s/ Aileen Liebertz</p> <hr style="border: 0.5px solid black; width: 100%; margin: 5px 0 5px 0;"/>	<p style="margin: 0;">3/21/2003</p> <hr style="border: 0.5px solid black; width: 100%; margin: 5px 0 5px 0;"/>
<p>**Signature of Reporting Person</p> <p style="margin: 0;">Aileen Liebertz, Attorney-in-Fact for Lori L. Spencer</p>	<p>Date</p>

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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