

LAMSON & SESSIONS CO

Form 4

November 07, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DANNEMILLER JOHN C

(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)

11/05/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

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)
COMMON STOCK	11/05/2007		D ⁽¹⁾	4,241	D \$ 27 0	D	
COMMON STOCK	11/05/2007		D ⁽¹⁾	37,476	D \$ 27 0	I	See Footnote (1)
COMMON STOCK	11/05/2007		D ⁽¹⁾	7,636	D \$ 27 0	I	See Footnote (1)
COMMON STOCK	11/05/2007		D ⁽¹⁾	26,843	D \$ 27 0	D	

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

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(9-02)

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)	8. Date Exercisable	9. Expiration Date	10. Title	11. Amount or Number of Shares
NonQualified Stock Option	\$ 7.469	11/05/2007		D	1,000	04/27/1999 ⁽²⁾ 04/27/2008	Common Shares				1,000
NonQualified Stock Option	\$ 5.625	11/05/2007		D	2,000	04/26/2000 ⁽²⁾ 04/26/2009	Common Shares				2,000
NonQualified Stock Option	\$ 7.969	11/05/2007		D	2,000	05/01/2001 ⁽²⁾ 05/01/2010	Common Shares				2,000
NonQualified Stock Option	\$ 8.9	11/05/2007		D	2,000	04/30/2002 ⁽²⁾ 04/30/2011	Common Shares				2,000
NonQualified Stock Option	\$ 5.185	11/05/2007		D	2,000	04/29/2003 ⁽²⁾ 04/29/2012	Common Shares				2,000
NonQualified Stock Option	\$ 4.175	11/05/2007		D	2,000	05/05/2004 ⁽²⁾ 05/05/2013	Common Shares				2,000
NonQualified Stock Option	\$ 6.545	11/05/2007		D	4,000	05/03/2005 ⁽²⁾ 05/03/2014	Common Shares				4,000
NonQualified Stock Option	\$ 9.395	11/05/2007		D	4,000	05/02/2006 ⁽²⁾ 05/02/2015	Common Shares				4,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DANNEMILLER JOHN C THE LAMSON & SESSIONS CO. 25701 SCIENCE PARK DRIVE		X		

CLEVELAND, OH 44122

Signatures

/s/ Aileen Liebertz, Attorney-in-Fact for John C.
Dannemiller

11/07/2007

__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) Reflects disposition of shares in exchange for cash price indicated pursuant to the Agreement and Plan of Merger by and among Thomas & Betts Corporation, T&B Acquisition II Corp. and The Lamson & Sessions Co.
- (2) Option was canceled in the merger between Lamson & Sessions and Thomas & Betts in exchange for a cash payment of \$27.00, minus exercise price.

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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