

LAMSON & SESSIONS CO
 Form 4/A
 March 03, 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 *
 MIXON AARON MALACHI III

(Last) (First) (Middle)

INVACARE CORPORATION, P.O.
 BOX 4028, ONE INVACARE WAY

(Street)

ELYRIA, OH 44036

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

LAMSON & SESSIONS CO [LMS]

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

02/18/2005

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

02/23/2005

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| COMMON STOCK | | | | (A) or (D) | 1,031 | D <u>(1)</u> | |
| COMMON STOCK | 02/22/2005 | | A | 783 A \$ 9.9027 | 2,256 | I | See Footnote <u>(2)</u> |
| COMMON STOCK | | | | | 64,024 | I | See Footnote <u>(3)</u> |
| COMMON STOCK | 02/18/2005 | | M | 1,000 A \$ 6.625 | 37,000 | D <u>(4)</u> | |

Edgar Filing: LAMSON & SESSIONS CO - Form 4/A

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

SEC 1474
(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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy Common Stock) | \$ 6.625 | 05/01/1995 | | M | 1,000 | 05/01/1996 05/01/2005 | Common Stock | 1,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MIXON AARON MALACHI III
INVACARE CORPORATION
P.O. BOX 4028, ONE INVACARE WAY
ELYRIA, OH 44036

X

Signatures

/s/ Aileen Liebertz, Attorney-in-Fact for A. Malachi
Mixon, III

03/03/2005

__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).

(1) Restricted shares, exempt under Rule 16b-3(1), held by issuer until 3-year vesting period.

(2)

Edgar Filing: LAMSON & SESSIONS CO - Form 4/A

New account as of September 2004 - Shares held in Trust pursuant to Directors Deferred Compensation Plan - a 16b-3 Plan.
Transaction(s) completed by Trustee as of February 22, 2005.

- (3) Held in Trust pursuant to Directors Deferred Compensation Plan - a 16b-3Plan. Transaction(s) completed by Trustee as of December 31, 2004.
- (4) Direct Ownership: Total of 37,000 shares includes 6,000 shares held jointly with spouse.

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.