

BELFORD JEFFREY B  
 Form 4  
 November 02, 2006

**FORM 4**

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

OMB APPROVAL

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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 \*  
**BELFORD JEFFREY B**

2. Issuer Name and Ticker or Trading Symbol  
**LAWSON PRODUCTS  
 INC/NEW/DE/ [LAWS]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**1666 EAST TOUHY AVENUE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**11/01/2006**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**President**

**DES PLAINES, IL 60018**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock, \$1.00 par value	11/01/2006		M	1,000 A	\$ 26.5	1,100 <sup>(1)</sup>	D
Common Stock, \$1.00 par value	11/01/2006		D	1,000 D	\$ 47.96	100 <sup>(1)</sup>	D
Common Stock, \$1.00 par value	11/01/2006		M	2,000 A	\$ 27.08	2,100 <sup>(1)</sup>	D

Common Stock, \$1.00 par value	11/01/2006	D	2,000	D	\$ 47.96	100 <sup>(1)</sup>	D
Common Stock, \$1.00 par value	11/01/2006	M	2,000	A	\$ 26.85	2,100 <sup>(1)</sup>	D
Common Stock, \$1.00 par value	11/01/2006	D	2,000	D	\$ 47.96	100 <sup>(1)</sup>	D

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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Performance Right	\$ 26.5	11/01/2006		M	1,000	12/13/2001 12/13/2010		Common Stock	1,000
Stock Performance Right <sup>(2)</sup>	\$ 27.08	11/01/2006		M	2,000	12/11/2002 12/11/2011		Common Stock	2,000
Stock Performance Right <sup>(3)</sup>	\$ 26.85	11/01/2006		M	2,000	08/12/2004 08/12/2013		Common Stock	2,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director   10% Owner   Officer   Other

BELFORD JEFFREY B  
1666 EAST TOUHY AVENUE  
DES PLAINES, IL 60018

President

## Signatures

/s/ Jeffrey B. Bedford by Neil E. Jenkins,  
Attorney-in-Fact

11/02/2006

\_\_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).
- (1) 100 shares owned in joint tenancy with spouse.
- (2) Stock performance rights vest 20% per year and will be fully vested on 12/11/2006.
- (3) Stock performance rights vest 20% per year and will be fully vested on 8/12/2008.

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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