

WASHLOW ROBERTA PORT
Form 4
March 22, 2011

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 *
WASHLOW ROBERTA PORT

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)

3. Date of Earliest Transaction (Month/Day/Year)
05/17/2010

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

C/O ROBERT WASHLOW, BAY WEST MANAGEMENT, 555 SKOKIE BOULEVARD, SUITE 215

(Street)

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

NORTHBROOK, IL 60062

(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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(D)	Price			
Common Stock, par value \$1.00 per share	05/17/2010		G		2,783	D	\$ 0	2,217	I	By Husband
Common Stock, par value \$1.00 per share	01/21/2011		G	V	2,500	D	\$ 0	2,500	D	
	02/17/2011		G	V	2,500	D	\$ 0	0	D	

Common
Stock, par
value \$1.00
per share

Common
Stock, par
value \$1.00
per share

Common
Stock, par
value \$1.00
per share

Common
Stock, par
value \$1.00
per share

03/18/2011

Z⁽¹⁾

240,000

D

\$ 0 0

I

By Voting
Trust

03/18/2011

J⁽²⁾

291,667

A

\$ 0 695,497 ⁽³⁾

D

221,835 ⁽⁴⁾

I

By Trusts

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.

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WASHLOW ROBERTA PORT
C/O ROBERT WASHLOW, BAY WEST MANAGEMENT

X

555 SKOKIE BOULEVARD, SUITE 215
NORTHBROOK, IL 60062

Signatures

Roberta Port
Washlow

03/21/2011

 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 the withdrawal of shares which were held in a voting trust, for which the reporting person was a co-trustee, by participants in the voting trust upon the termination of the voting trust.
- (2) Reflects the distribution of shares from a trust with respect to the reporting person's residuary interest, which amount was previously not determinable.

Additional 403,830 shares in column 5 reflect shares previously held through partnerships, for which the reporting person was a
- (3) co-managing general partner, which were distributed to the reporting person on March 18, 2011 in connection with a pro rata distribution to all partners in connection with the dissolution of the partnerships.

Reflects shares previously held through partnerships referenced in footnote (3) that were distributed to the reporting person on March 18,
- (4) 2011. Excludes 2,385,771 shares previously held through the partnerships referenced in footnote (3) that were distributed on a pro rata basis to partners, other than the reporting person, on March 18, 2011 in connection with the dissolution of the partnerships.

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.