

LAWSON PRODUCTS INC/NEW/DE/
Form 4
January 14, 2015

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 *
DeCata Michael G

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)
01/12/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

C/O LAWSON PRODUCTS,
INC., 8770 WEST BRYN MAWR
AVENUE, SUITE 900

(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

CHICAGO, IL 60631

(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)	Code V	Amount	Price	

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

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SEC 1474
(9-02)

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Stock Options ⁽¹⁾	\$ 25.16	01/12/2015		A		01/12/2016	01/12/2022	Common Stock	17
Stock Options ⁽²⁾	\$ 29.16	01/12/2015		A		01/12/2017	01/12/2022	Common Stock	13
Stock Options ⁽³⁾	\$ 33.16	01/12/2015		A		01/12/2018	01/12/2022	Common Stock	9
Stock Performance Rights ⁽⁴⁾	\$ 25.16	01/12/2015		A		01/12/2016	01/12/2022	Common Stock	162
Stock Performance Rights ⁽⁴⁾	\$ 29.16	01/12/2015		A		01/12/2017	01/12/2022	Common Stock	126
Stock Performance Rights ⁽⁴⁾	\$ 33.16	01/12/2015		A		01/12/2018	01/12/2022	Common Stock	90

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DeCata Michael G C/O LAWSON PRODUCTS, INC. 8770 WEST BRYN MAWR AVENUE, SUITE 900 CHICAGO, IL 60631	X		President and CEO	

Signatures

/s/ Neil E. Jenkins,
Attorney-in-Fact

01/14/2015

**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) Represents the right to receive shares of common stock equal in value to the appreciation of the common stock from the exercise price of \$25.16 at the date the reporting person exercises the right.

(2)

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Represents the right to receive shares of common stock equal in value to the appreciation of the common stock from the exercise price of \$29.16 at the date the reporting person exercises the right.

- (3) Represents the right to receive shares of common stock equal in value to the appreciation of the common stock from the exercise price of \$33.16 at the date the reporting person exercises the right.
- (4) Represents the right to receive cash in an amount equal to the appreciation in the common stock above the exercise price at the date the reporting person exercises the right.

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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