

LAWSON PRODUCTS INC/NEW/DE/  
Form 3/A  
March 27, 2014

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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 \*

Â McCarthy Shane

(Last) (First) (Middle)

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

(Street)

CHICAGO,Â ILÂ 60631

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

05/14/2013

3. Issuer Name **and** Ticker or Trading Symbol

LAWSON PRODUCTS INC/NEW/DE/ [LAWS]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner

☒ Officer \_\_\_\_ Other  
(give title below) (specify below)

SVP, Operations

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

05/14/2013

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 Beneficially Owned

1. Title of Security  
(Instr. 4)

Common Stock, \$1.00 par value

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

1,842

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

D Â

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

4. Conversion  
or Exercise  
Price of  
Derivative

5. Ownership  
Form of  
Derivative  
Security:

6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Award	12/31/2013	12/31/2013	Common Stock	533 <sup>(1)</sup>	\$ 0	D	Â
Restricted Stock Award	12/31/2014	12/31/2014	Common Stock	636 <sup>(1)</sup>	\$ 0	D	Â
Stock Performance Rights	02/25/2012	02/25/2019	Common Stock	5,000 <sup>(2)</sup>	\$ 19.62	D	Â
Stock Performance Rights	12/22/2012	12/22/2016	Common Stock	2,300 <sup>(2)</sup>	\$ 17.65	D	Â
Stock Performance Rights	12/31/2014	10/02/2017	Common Stock	10,000 <sup>(2)</sup>	\$ 10	D	Â
Stock Performance Rights	12/31/2015	12/31/2020	Common Stock	8,326 <sup>(2)</sup>	\$ 12.18	D	Â
Market Stock Units	12/31/2015	12/31/2015	Common Stock	5,375 <sup>(3)</sup>	\$ 0	D	Â
Stock Options	12/31/2012	12/31/2019	Common Stock	1,152 <sup>(4)</sup>	\$ 14.04	D	Â
Stock Options	12/31/2014	10/02/2017	Common Stock	10,000 <sup>(5)</sup>	\$ 10	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCarthy Shane C/O LAWSON PRODUCTS, INC. 8770 WEST BRYN MAWR AVENUE, SUITE 900 CHICAGO, IL 60631	Â	Â	Â SVP, Operations	Â

## Signatures

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

03/27/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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 at the exercise date in an amount equal to the number of restricted stock awards.
- (2) 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.
- (3)

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Represents the right to receive an amount of shares of common stock, up to the amount set forth in the table, based upon the appreciation of the common stock from the grant date to December 31, 2015.

- (4) Represents the right to purchase one share of common stock in exchange for the exercise price of \$14.04 at the date the reporting person exercises the right.
- (5) Represents the right to receive shares of common stock equal in value to the appreciation of the common stock from the exercise price of \$10.00 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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