

LYDALL INC /DE/  
Form 8-K  
January 26, 2005

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

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**FORM 8-K**

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**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15 (d) OF**  
**THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): January 21, 2005**

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**LYDALL, INC.**

(Exact name of registrant as specified in its charter)

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**Commission file number: 1-7665**

**Delaware**  
(State or Other Jurisdiction of Incorporation or Organization)

**One Colonial Road, Manchester, Connecticut**  
(Address of principal executive offices)

**06-0865505**  
(I.R.S. Employer Identification No.)

**06040**  
(zip code)

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Registrant's telephone number, including area code: (860) 646-1233

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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LYDALL, INC.

INDEX

	<b>Page</b>
	<b><u>Number</u></b>
Item 1.01 <u>Entry into a Material Definitive Agreement</u>	3
Item 9.01 <u>Financial Statements and Exhibits</u>	3
<u>Signature</u>	4
<u>Exhibit Index</u>	5

**Section 1 Registrant's Business and Operations**

**Item 1.01 Entry into a Material Definitive Agreement**

On January 21, 2005, Lydall, Inc. entered into an Employment Agreement with Thomas P. Smith, Vice President, Chief Financial Officer and Treasurer. A copy of the Agreement is attached hereto as Exhibit 10.6 and hereby incorporated by reference.

**Section 9 Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits**

**(c) Exhibits**

The following is furnished as an Exhibit to this report:

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
10.6	Employment Agreement dated January 21, 2005

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**SIGNATURE**

**Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.**

LYDALL, INC.

January 26, 2005

By: \_\_\_\_\_ /s/ JOHN J. KRAWCZYNSKI

**John J. Krawczynski**

**Controller**

**(On behalf of the Registrant and as**

**Principal Accounting Officer)**

**LYDALL, INC.**

**Index to Exhibits**

**Exhibit  
Number**

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10.6 Employment Agreement dated January 21, 2005