LYDALL INC /DE/ Form 4 July 01, 2015

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

2. Issuer Name and Ticker or Trading

**OMB** 

Expires:

5. Relationship of Reporting Person(s) to

3235-0287 Number:

**OMB APPROVAL** 

January 31, 2005

0.5

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Check this box if no longer subject to Section 16. Form 4 or Form 5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

FARRELL 1	Symbol LYDAL	Symbol LYDALL INC /DE/ [LDL]				Issuer (Cl. 1. II. 11. 11. 11. 11.			
(Last)	(First) (M:	(Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 06/30/2015			(Check all applicable)  _X_ Director 10% Owner Officer (give title Other (specify			
COLONIAI		00/30/20	,10				below)	below)	
			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
MANCHES	STER, CT 06042							More than One Re	
(City)	(State) (Z	Zip) Table	e I - Non-D	erivative S	ecuri	ties Ac	quired, Disposed	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. SecuritonAcquired Disposed (Instr. 3,	(A) of (D) 4 and (A) or	) 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)
Common Stock	06/30/2015		Code V A	Amount 846 (1)	(D)	Price \$ 0	78,626	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

#### Edgar Filing: LYDALL INC /DE/ - Form 4

	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>:</b>		Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				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			
FARRELL MATTHEW C/O LYDALL, INC. ONE COLONIAL ROAD MANCHESTER, CT 06042	X						

#### **Signatures**

Chad A. McDaniel, Attorney-in-fact for Matthew T. Farrell 07/01/2015

\*\*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).

Pursuant to a resolution adopted by the Compensation Committee of the Board of Directors of the Issuer, on June 30 and December 31 of every year (the "Grant Date"), each non-employee Director of the Issuer automatically receives a fully vested and unrestricted stock

(1) award under the Issuer's 2012 Stock Incentive Plan (the "Plan") consisting of that number of whole shares of common stock of the Issuer, subject to adjustment for rounding, equal in value to \$25,000, based on the Fair Market Value of the Issuer's common stock (as defined in the Plan) on the respective Grant Date.

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.

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