Edgar Filing: LYDALL INC /DE/ - Form 5

LYDALL IN	C /DE/								
Form 5									
February 14,	2005								
FORM	5							OMB AI	PPROVAL
	-	TATES SECU	RITIES AN	D EXCH	IAN(GE CO	OMMISSION	OMB Number:	3235-0362
Check this no longer s		8,						Expires:	January 31, 2005
to Section 16. Form 4 or Form 5 obligations may continue.			TATEMENT OF CHANGES IN BEN OWNERSHIP OF SECURITIES					Estimated a burden hou response	average rs per
See InstructionFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,1(b).Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or SectionReported30(h) of the Investment Company Act of 1940TransactionsReported									
1. Name and Ad SMITH THO	Symbol	2. Issuer Name and Ticker or Trading Symbol LYDALL INC /DE/ [LDL]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	Aiddle) 3. State	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2004				(Check all applicable)			
						Director 10% Owner X Officer (give title Other (specify			
C/O LYDAI COLONIAL	OX 151	below) below) V.P CFO & Treasurer					er		
		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting			
					(check applicable line)				
MANCHES	TER, CT 0604	45-0151					_X_ Form Filed by Form Filed by Person		
(City)	(State)	(Zip) Tal	ble I - Non-Der	ivative Se	curitie	es Acqu	uired, Disposed o	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Transaction Code	4. Securities 5. Acquired (A) or Sec Disposed of (D) Bec (Instr. 3, 4 and 5) Or (A) Fi		Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock 401(k)	Â	Â	Â	Â	Â	Â	663 <u>(1)</u>	D	Â

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

Persons who respond to the collection of information SEC 2270 contained in this form are not 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)

(9-02)

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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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ e	6. Date Exercisable and Expiration Date (Month/Day/Year)		le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. O B O E I S F I S (I
				(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
SMITH THOMAS P C/O LYDALL, INC. ONE COLONIAL ROAD, P. O. BOX 151 MANCHESTER, CT 06045-0151	Â	Â	V.P CFO & Treasurer	Â				
Signatures								
David A. Jacoboski, Attorney-in-fact for The Smith	omas P.	02	2/14/2005					
**Signature of Reporting Person			Date					
Explanation of Response	es:							

* 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) The reporting person acquired 16 shares through the Company's 401(k) Plan between 12/8/2004 and 12/31/2004.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.