LYDALL INC /DE/ Form 4 July 01, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

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

obligations

Check this box

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 may continue.

See Instruction 1(b).

Common

Stock

06/30/2014

(Print or Type Responses)

Symbol	LYDALL INC /DE/ [LDL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
,		ansaction					
(Month/Da	(Month/Day/Year)						
06/30/20	06/30/2014			· · · · · · · · · · · · · · · · · · ·			
			below)	ociow)			
4. If Amer	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
Filed(Mon	th/Day/Year))					
			Form filed by M Person	Iore than One Re	porting		
p) Table	e I - Non-D	erivative Securities Acq	uired, Disposed of	, or Beneficial	y Owned		
A. Deemed execution Date, if ny Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)		
d d	Symbol LYDAL le) 3. Date of (Month/D 06/30/20 4. If Amer Filed(Mon Table A. Deemed secution Date, if	Symbol LYDALL INC /E le) 3. Date of Earliest Tr (Month/Day/Year) 06/30/2014 4. If Amendment, Da Filed(Month/Day/Year) Table I - Non-D A. Deemed 3. secution Date, if Transaction Ly Code	Symbol LYDALL INC /DE/ [LDL] 1e) 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2014 4. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative Securities Acquired A. Deemed 3. 4. Securities Acquired A. Deemed 3. 5. 4. Securities Acquired A. Deemed 6. 5. 5. 5. 5. 5. 5. 5. 5. 5. 5. 5. 5. 5.	Symbol LYDALL INC /DE/ [LDL] (Chec le) 3. Date of Earliest Transaction (Month/Day/Year)	Symbol LYDALL INC /DE/ [LDL] (Check all applicable 10%		

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.

(Instr. 3 and 4)

D

58,515

Price

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

Code V Amount (D)

A

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)	:		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						
1 0	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 07/01/2014

**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 \$18,000, 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.

Reporting Owners 2