

Edgar Filing: LYDALL INC /DE/ - Form SC 13D

LYDALL INC /DE/  
Form SC 13D  
June 12, 2009

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. \_\_\_)\*

Lydall, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

550819-10-6

-----  
(CUSIP Number)

Anita G. Zucker, as Trustee of  
Jerry Zucker Revocable Trust  
c/o The Inter Tech Group, Inc.  
4838 Jenkins Avenue  
North Charleston, SC 29405  
(843) 744-5174

-----  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

with a copy to:  
George S. King, Jr., Esq.  
Haynsworth Sinkler Boyd, P.A.  
Post Office Box 11889, Columbia, South Carolina 29211  
(803) 779-3080

June 3, 2009

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Sections 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box [ ].

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

Edgar Filing: LYDALL INC /DE/ - Form SC 13D

CUSIP NO. 925811-10-1

PAGE 2 OF 7

1. NAME OF REPORTING PERSON

Anita G. Zucker, as Trustee of the Jerry Zucker Revocable Trust

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [ ]  
(b) [ ]

3. SEC USE ONLY

4. SOURCE OF FUNDS

00

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7. SOLE VOTING POWER

896,802

8. SHARED VOTING POWER

0

9. SOLE DISPOSITIVE POWER

896,802

10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

896,802

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) [ ]

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 5.34%

14. TYPE OF REPORTING PERSON (See Instructions) IN

PAGE 3 OF 7

Item 1. Security and Issuer

Common stock, \$0.10 par value per share, of Lydall, Inc., One Colonial Road, Manchester, Connecticut 06045 (the "Issuer").

Item 2. Identity and Background

## Edgar Filing: LYDALL INC /DE/ - Form SC 13D

Anita G. Zucker is a natural person whose business address is c/o The InterTech Group, Inc., 4838 Jenkins Avenue, North Charleston, South Carolina 29405. Mrs. Zucker is the Trustee of The Jerry Zucker Revocable Trust dated March 20, 2007 (the "Trust"). Mrs. Zucker's principal occupation is as the Chairman and chief executive officer of The InterTech Group, Inc., 4838 Jenkins Avenue, North Charleston, South Carolina 29405. Mrs. Zucker has not, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which she was or is subject to any judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, state or federal securities laws or finding any violation with respect to such laws. Mrs. Zucker is a citizen of the State of South Carolina and the United States of America.

### Item 3. Source and Amount of Funds or Other Consideration

The shares of common stock as to which this filing relates were purchased By the Trust using its funds. The total amount paid was \$3,121,067.

### Item 4. Purpose of Transaction

The Trust acquired the Shares for investment purposes. The Trust will review the performance of this investment and its investment alternatives. As part of the ongoing review of its investment in the shares, the Trust may explore from time to time a variety of alternatives, including the acquisition of additional securities of the Issuer or the disposition of securities of the Issuer in the open market or in privately negotiated transactions. The Trust may explore other alternatives with respect to this investment in the shares, including but not limited to an extraordinary corporate transaction involving the Issuer, changes in the present board of directors or management of the Issuer, or changes in the Issuer's business or corporate structure. Although the foregoing reflects activities presently contemplated by the Trust with respect to the Issuer, the foregoing is subject to change at any time, and there can be no assurance that the Trust will take any of the actions referred to above.

Page 4 of 7

Except as set forth in the preceding paragraph, as of the date hereof, the Trust does not have any plan or proposal that relates to or would result in:

- (a) The acquisition by any person of additional securities of the Issuer, or the disposition of securities of the Issuer;
- (b) An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the Issuer or any of its subsidiaries;
- (c) A sale or transfer of a material amount of assets of the Issuer or any of its subsidiaries;
- (d) Any change in the present board of directors or management of the Issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- (e) Any material change in the present capitalization or dividend policy of the Issuer;
- (f) Any other material change in the Issuer's business or corporate structure;

## Edgar Filing: LYDALL INC /DE/ - Form SC 13D

- (g) Changes in the Issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the Issuer by any person;
- (h) Causing a class of securities of the Issuer to be delisted from a national securities exchange or to cease to be authorized to be quoted in an inter-dealer quotation system of a registered national securities association;
- (i) A class of equity securities of the Issuer becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Act; or
- (j) Any action similar to any of those enumerated above.

Notwithstanding the foregoing, the Trust reserves the right to effect any such actions as it may deem necessary or appropriate in the future.

### Item 5. Interest in Securities of the Issuer

The Trust owns 896,802 shares, or 5.34%, of the Issuer's common stock. Mrs. Zucker, as Trustee of the Trust, has sole voting, investment and dispositive power with respect to those shares.

The following table lists all of the transactions in the Issuer's securities effected in the sixty days preceding the date of this statement by the Trust. All of the transactions were effected through brokers. Negative numbers of shares were sales; all others were purchases.

PAGE 5 OF 7

Date ----	Number of Shares -----	Price per Share -----
04/13/2009	-19,000	\$3.5975
04/14/2009	34,805	\$3.4526
04/14/2009	13,300	\$3.4995
04/20/2009	25,000	\$3.4999
04/20/2009	9,023	\$3.5000
04/21/2009	3,304	\$3.4795
04/21/2009	1,805	\$3.3643
04/27/2009	4,194	\$3.4983
04/28/2009	5,651	\$3.4764
05/04/2009	-1,100	\$3.7573
05/04/2005	-1,810	\$3.8015
05/04/2009	-5,000	\$3.8424
05/04/2009	-6,900	\$4.0039
05/04/2009	-7,272	\$3.7292
05/05/2009	9,100	\$3.4492
05/05/2009	4,300	\$3.4906
05/05/2009	3,509	\$3.4697
05/05/2009	3,000	\$3.4200
05/11/2009	10,883	\$3.4859
05/11/2009	10,091	\$3.4602
05/11/2009	5,117	\$3.4200
05/12/2009	25,000	\$3.4781
05/12/2009	10,036	\$3.4770
05/12/2009	9,100	\$3.3941
05/12/2009	3,664	\$3.3093
05/12/2009	200	\$3.4500

Edgar Filing: LYDALL INC /DE/ - Form SC 13D

05/13/2009	13,817	\$3.4517
05/13/2009	10,000	\$3.4500
05/13/2009	9,800	\$3.5000
05/13/2009	9,700	\$3.4931
05/13/2009	6,800	\$3.4664
05/13/2009	5,700	\$3.4839
05/13/2009	5,450	\$3.4644
05/13/2009	5,083	\$3.4920
05/13/2009	4,150	\$3.4489
05/13/2009	3,900	\$3.4883
05/13/2009	3,400	\$3.4241
05/13/2009	3,100	\$3.4899
05/13/2009	3,000	\$3.4740
05/13/2009	2,000	\$3.4880
05/14/2009	2,200	\$3.5000
05/14/2009	1,100	\$3.4809
05/14/2009	899	\$3.4500
05/14/2009	300	\$3.4800
05/15/2009	10,601	\$3.4800
05/15/2009	6,700	\$3.4853
05/15/2009	5,400	\$3.5000
05/15/2009	4,300	\$3.4737
05/15/2009	3,300	\$3.5000
05/15/2009	2,940	\$3.4800
05/15/2009	2,060	\$3.3799
05/15/2009	700	\$3.4114
05/18/2009	1,563	\$3.5000
05/19/2009	8,037	\$3.4999
05/19/2009	2,890	\$3.4986
05/19/2009	1,200	\$3.5000
05/20/2009	20,010	\$3.5732
05/20/2009	16,935	\$3.4998
05/21/2009	21,877	\$3.4500
05/21/2009	12,088	\$3.5000
05/21/2009	2,800	\$3.4971
05/21/2009	300	\$3.4800
05/22/2009	17,600	\$3.4998
05/22/2009	16,900	\$3.5000
05/22/2009	10,800	\$3.4967
05/22/2009	1,200	\$3.4900
05/27/2009	8,200	\$3.4868
05/28/2009	20,000	\$3.4800
05/28/2009	8,100	\$3.4767
05/29/2009	30,500	\$3.5497
05/29/2009	15,000	\$3.5498
05/29/2009	10,100	\$3.5000
05/29/2009	10,040	\$3.5484
05/29/2009	8,200	\$3.5407
05/29/2009	7,360	\$3.5219
05/29/2009	6,500	\$3.4877
05/29/2009	5,700	\$3.5703
05/29/2009	4,200	\$3.5164

PAGE 6 OF 7

Date	Number of Shares	Price per Share
----	-----	-----
05/29/2009	1,500	\$3.5313
06/03/2009	100	\$3.5000
06/03/2009	5,400	\$3.4856

Edgar Filing: LYDALL INC /DE/ - Form SC 13D

06/03/2009	8,200	\$3.4952
06/03/2009	9,600	\$3.4817
06/03/2009	10,000	\$3.4699
06/03/2009	15,000	\$3.4997
06/04/2009	4,352	\$3.4858
06/09/2009	1,200	\$3.6000
06/09/2009	4,100	\$3.5611
06/10/2009	6,300	\$3.5936
06/11/2009	14,200	\$3.5997
06/12/2009	4,450	\$3.5961

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Not applicable.

Item 7. Material to Be Filed as Exhibits

None.

PAGE 7 OF 7

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 12, 2009

s/Anita G. Zucker

-----  
Anita G. Zucker, as Trustee for  
The Jerry Zucker Revocable Trust