#### LYDALL INC /DE/ Form 3 August 10, 2015 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB APPROVAL FORM 3 Washington, D.C. 20549 OMB Number:

### **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> FELD WILLIAM M.	<ul><li>2. Date of Event Requiring</li><li>Statement</li><li>(Month/Day/Year)</li></ul>	3. Issuer Name <b>and</b> Ticker or Trading Symbol LYDALL INC /DE/ [LDL]				
(Last) (First) (Middle) LYDALL, INC., 1 COLONIAL ROAD	07/31/2015	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street) MANCHESTER, CT 06042		Director X Officer (give title below	· 10%	Owner er low)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	
(City) (State) (Zip)	Table I - Non-Derivative Securities Beneficially Owned					
1.Title of Security (Instr. 4)	2. Amount of Beneficially ( (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Na Owne (Instr	1	
Common Stock	2,000 (1)		D	Â		
Common Stock	1,400 <u>(2)</u>		D	Â		
Common Stock	10,000 (3)		D	Â		
Common Stock	3,600 (4)		D	Â		

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

3235-0104

January 31,

2005

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Expires:

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Estimated average burden hours per

#### Edgar Filing: LYDALL INC /DE/ - Form 3

1. Title of Derivative Security (Instr. 4)	2. Date Exercisab Expiration Date (Month/Day/Year)	le and	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security: Security Direct (D) or Indirect (I) (Instr. 5)		
Incentive Stock Options	12/06/2014 <u>(5)</u>	12/05/2023	Common Stock	8,400	\$ 27.96	D	Â

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
FELD WILLIAM M. LYDALL, INC. 1 COLONIAL ROAD MANCHESTER, CT 06042	Â	Â	VP/GM T/A - Fibers	Â		
Signatures						

Chad A. McDaniel, attorney-in-fact for William M. Feld

<u>\*\*</u>Signature of Reporting Person

Date

08/10/2015

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Restricted stock award granted under the Lydall, Inc. 2012 Stock Incentive Plan on December 5, 2012. Award vests at the rate of 25% per year, beginning one year from initial grant date.
- (2) Restricted stock award granted under the Lydall, Inc. 2012 Stock Incentive Plan on December 6, 2013. Award vests at the rate of 25% per year, beginning one year from initial grant date.

Represents an award of Performance Shares granted under the Lydall 2012 Stock Incentive Plan, which award is subject to a substantial risk of forfeiture and vests, if at all, to the extent determined upon certification by the Compensation Committee of the Board of Directors of the Company that the Company has achieved certain specified financial performance criteria during the three-year period ending December 31, 2016.

Represents an award of Performance Shares granted under the Lydall 2012 Stock Incentive Plan, which award is subject to a substantial risk of forfeiture and vests, if at all, to the extent determined upon certification by the Compensation Committee of the Board of Directors

- (4) Inst or forefute and vests, if at an, to the extent determined upon certification by the Compensation Committee of the Board of Directory of the Company that the Company has achieved certain specified financial performance criteria during the three-year period ending December 31, 2017.
- (5) Incentive stock options granted under the Lydall, Inc. 2012 Stock Incentive Plan on December 5, 2014. Options become exercisable at the rate of 25% per year, beginning one year from initial 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.