LYDALL INC /DE/ Form 4

November 05, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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OMB APPROVAL

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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 * Turner Erika H

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(City)

(First) (Middle) LYDALL INC /DE/ [LDL] 3. Date of Earliest Transaction

(Check all applicable)

C/O LYDALL, INC., ONE

(Month/Day/Year) 11/04/2010

X_ Officer (give title below)

10% Owner Other (specify

COLONIAL ROAD

below) VP, CFO & Treasurer

(Street)

(State)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

MANCHESTER, CT 06042

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Indirect (I) Ownership Owned Following (Instr. 4) (Instr. 4)

D

(A) or

8.08

Reported Transaction(s)

Code V Amount (D) Price

(Instr. 3 and 4)

Common Stock

11/04/2010

F 394 (1) D

 $23,709^{(2)}$

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

(Month/Day/Year)

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

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	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

Director 10% Owner Officer Other

Turner Erika H C/O LYDALL, INC. ONE COLONIAL ROAD MANCHESTER, CT 06042

VP, CFO & Treasurer

Signatures

Paul G. Igoe, Attorney-in-fact, for Erika G. Turner

11/05/2010

Date

**Signature of Reporting Person

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).
- (1) In conjunction with the vesting on November 4, 2010 of 1,250 shares of restricted stock from the restricted stock award granted on November 4, 2009, 394 shares of common stock were surrendered to satisfy tax obligations of the reporting person.
- Includes; (i) 3,750 unvested shares subject to time-based restricted stock awards; (ii) 19,000 unvested shares subject to a performance-based stock award; and (iii) 68 shares acquired by the reporting person under the Issuer's Employee Stock Purchase Plan

since the filing of the last Form 4 by the reporting person on December 11, 2009.

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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