Marold Paul A Form 4 December 11, 2018

Common

Stock

12/07/2018

#### **OMB APPROVAL** UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 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 \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Marold Paul A Issuer Symbol LYDALL INC /DE/ [LDL] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify ONE COLONIAL ROAD 12/07/2018 below) below) President, Lydall PM (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting MANCHESTER, CT 06042 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership

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

(Month/Day/Year)

(Instr. 8)

A

Code V Amount

8,065

(1)

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.

Owned Following

Reported

26,983

Transaction(s)

(Instr. 3 and 4)

(A)

or

(D)

Price

\$0

(Instr. 4)

D

(Instr. 4)

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

#### Edgar Filing: Marold Paul A - Form 4

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transacti Code (Instr. 8)	orDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)		-)	Underlying S (Instr. 3 and	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Option to Buy	\$ 20.16	12/07/2018		A	22,430	12/07/2019(2)	12/07/2028	Common Stock	22,430

5. Number of 6. Date Exercisable and

7. Title and Amount of

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Marold Paul A

1. Title of 2.

ONE COLONIAL ROAD President, Lydall PM

3. Transaction Date 3A. Deemed

MANCHESTER, CT 06042

# **Signatures**

Chad A. McDaniel attorney-in-fact for Paul A

Marold 12/12/2017

\*\*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).
- Represents an award of Performance Shares granted under the Lydall 2012 Stock Incentive Plan, which award is subject to 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, January 1, 2019 through December 31, 2021.
- (2) Stock options granted under the Lydall, Inc. 2012 Incentive Plan. 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.

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