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ALBANY INTERNATIONAL CORP /DE/

Form 4

November 12, 2009

November 1									OMP A	DDDOVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL				
	CIVITE			shington,			ii (OL C	001411411001014	Number:	3235-0287		
Check th			0 /					Expires:	January 31, 2005			
if no lon subject t Section 1 Form 4 o Form 5	F CHANGES IN BENEFICIAL OWNERSHIP SECURITIES						Estimated average burden hours per response					
Form 5 obligations may continue. See Instruction 1(b). 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 A	2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer						
				Y INTE DE/ [AIN)NAI	L	(Check all applicable)				
(Last) (First) (Middle)				f Earliest Ti	ansaction			Director 10% Owner X Officer (give title Other (specify				
C/O ALBA	(Month/E 11/11/2	•				below) below) VP-General Counsel & Secretary						
	4. If Ame	ndment, Da	nte Origina	ıl		6. Individual or Joint/Group Filing(Check						
ALBANY, NY 12201-1907				nth/Day/Year	·)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	le I - Non-L	Derivative	Secui	rities Acq	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)		. Transaction Date 2A. Deemed Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	ed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A Common Stock				Code V	Amount	(D)	Price	5,557	I	by ESOP		
Class A Common Stock								3,800	D			
Class A Common Stock (1)	11/11/2009			M	328	A	(1)	328 (1)	D (1)			
Class A	11/11/2009			D	328	D	\$	0	D (1)			

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Common Stock (1)					19.39		
Class A Common Stock (1)	11/11/2009	M	325	A	(1)	325 (1)	D (1)
Class A Common Stock (1)	11/11/2009	D	325	D	\$ 19.39	0	D (1)
Class A Common Stock (1)	11/11/2009	M	321	A	(1)	321 (1)	D (1)
Class A Common Stock (1)	11/11/2009	D	321	D	\$ 19.39	0	D (1)
Class A Common Stock (1)	11/11/2009	M	635	A	(1)	635 (1)	D (1)
Class A Common Stock (1)	11/11/2009	D	635	D	\$ 19.39	0	D (1)
Class A Common Stock (1)	11/11/2009	M	625	A	(1)	625 (1)	D (1)
Class A Common Stock (1)	11/11/2009	D	625	D	\$ 19.39	0	D (1)

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 required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	TransactiorDer Code Sec (Instr. 8) Acc or I (D) (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date (Month/Day/Year)			7. Title and An Underlying Sec (Instr. 3 and 4)	
				Code	V	(A) (D) Date Exercisable	Expiration Date	Title	A C N	

(9-02)

										S
Employee Stock Option (2)	\$ 22.25						(3)	05/18/2015	Class A Common	
Employee Stock Option (2)	\$ 22.25						(3)	05/14/2016	Class A Common	
Employee Stock Option (2)	\$ 19.75						(3)	04/15/2017	Class A Common	4
Employee Stock Option (2)	\$ 19.375						(3)	11/04/2018	Class A Common	2
Employee Stock Option (4)	\$ 15.6875						<u>(3)</u>	11/09/2019	Class A Common	3
Employee Stock Option (4)	\$ 10.5625						<u>(3)</u>	11/15/2020	Class A Common	4
Employee Stock Option (4)	\$ 20.45						<u>(3)</u>	11/06/2021	Class A Common	
Employee Stock Option (4)	\$ 20.63						<u>(3)</u>	11/07/2022	Class A Common	-
Restricted Stock Units (5)	<u>(5)</u>	11/11/2009	M			328	11/11/2005(5)(6)	(5)(6)	Class A Common Stock	3
Restricted Stock Units (5)	<u>(5)</u>	11/11/2009	M			325	11/11/2006(5)(8)	(5)(8)	Class A Common Stock	6
Restricted Stock Units (5)	<u>(5)</u>	11/11/2009	M			321	11/11/2007(5)(9)	(5)(9)	Class A Common Stock	9
Restricted Stock Units (5)	<u>(5)</u>	11/11/2009	M			635	11/11/2008(5)(10)	(5)(10)	Class A Common Stock	4
Restricted Stock Units (5)	<u>(5)</u>	11/11/2009	M			625	11/11/2009(5)(11)	(5)(11)	Class A Common Stock	3
Restricted Stock Units (5)	<u>(5)</u>	11/11/2009	A	3	3,000		11/11/2010(5)(12)	(5)(12)	Class A Common Stock	

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Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Relationships

SILVA CHARLES J JR C/O ALBANY INTERNATIONAL CORP. P.O. BOX 1907 ALBANY, NY 12201-1907

VP-General Counsel & Secretary

Signatures

Kathleen M. Tyrrell, Attorney-in-Fact

11/12/2009

**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).
- Deemed acquisition and disposition to the issuer of shares of stock underlying Restricted Stock Units upon automatic vesting and cash settlement of such Units (see footnote 5). No shares were actually issued to the reporting person, nor did the reporting person dispose of
- (1) settlement of such Units (see footnote 5). No shares were actually issued to the reporting person, nor did the reporting person dispose of any shares.
- (2) Option granted pursuant to Company's 1992 Stock Option Plan as incentive to remain in employ of Company.
- (3) Fully exercisable.
- (4) Option granted pursuant to Company's 1998 Stock Option Plan as incentive to remain in employ of Company.
 - Restricted Stock Units granted pursuant to the Albany International Corp. 2003 Restricted Stock Unit Plan (the "Restricted Stock Uni
- Plan"). Each Restricted Stock Unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock at the time of vesting or, in the event that the holder elects to defer payment, at such later time elected in accordance with the Restricted Stock Unit Plan.
- (6) 300 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2005.
- (7) Includes dividend units accrued on Restricted Stock Units on April 7, 2009, July 8, 2009 and October 7, 2009.
- (8) 300 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2006.
- (9) 300 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2007.
- (10) 600 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2008.
- (11) 600 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2009.
- (12) 600 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2010.

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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