Halftermeyer Daniel A Form 4/A November 12, 2009

FORM 4

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

OMB Number: 3235-0287

Expires: January 31, 2005

OMB APPROVAL

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Check this box if no longer subject to Section 16.

Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

Name and Address of Rep Halftermeyer Daniel A	_	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
		ALBANY INTERNATIONAL CORP /DE/ [AIN]			
(Last) (First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner Officer (give title Other (specify below)		
C/O ALBANY INTER CORP., P.O. BOX 190		11/11/2009	below) below) Group Vice President		
(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
ALBANY, NY 12201-	1907	Filed(Month/Day/Year) 11/12/2009	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 A	Acquired. Disposed of, or Beneficially Own		

(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative	Secui	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Secur on(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							14,583	D	
Class A Common Stock (1)	11/11/2009		M	350	A	(1)	350 (1)	D (1)	
Class A Common Stock (1)	11/11/2009		D	350	D	\$ 19.39	0	D (1)	

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

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SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)	4. Transactic Code (Instr. 8)	Deri Secu Acq (A) Disp of (I	ivative urities uired or posed D) tr. 3, 4,	6. Date Exercisable a Date (Month/Day/Year)	nd Expiration	7. Title and A Underlying S (Instr. 3 and	Securiti
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (2)	\$ 18.625						<u>(3)</u>	05/14/2012	Class A Common Stock	1,00
Employee Stock Option (2)	\$ 16.25						<u>(3)</u>	05/28/2013	Class A Common Stock	1,00
Employee Stock Option (2)	\$ 18.75						<u>(3)</u>	05/11/2014	Class A Common Stock	1,00
Employee Stock Option (2)	\$ 22.25						<u>(3)</u>	05/18/2015	Class A Common Stock	1,50
Employee Stock Option (2)	\$ 22.25						<u>(3)</u>	05/14/2016	Class A Common Stock	2,00
Employee Stock Option (2)	\$ 19.75						<u>(3)</u>	04/15/2017	Class A Common Stock	2,00
Employee Stock Option (4)	\$ 19.375						(3)	11/04/2018	Class A Common Stock	2,50
Employee Stock Option (4)	\$ 15.6875						<u>(3)</u>	11/09/2019	Class A Common Stock	4,00
Employee Stock	\$ 10.5625						(3)	11/15/2020	Class A Common	2,80

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Option (4)							Stock	
Employee Stock Option (4)	\$ 20.45				(3)	11/06/2021	Class A Common Stock	4,0
Employee Stock Option (4)	\$ 20.63				(3)	11/07/2022	Class A Common Stock	4,0
Restricted Stock Units (5)	<u>(5)</u>	11/11/2009	M	350	11/11/2005(5)(6)	(5)(6)	Class A Common Stock	350
Restricted Stock Units (8)	<u>(8)</u>				(8)(9)	(8)(9)	Class A Common Stock	1,7 <u>(7</u>
Restricted Stock Units (5)	<u>(5)</u>				03/01/2011(5)(10)	(5)(10)	Class A Common Stock	28,4 <u>(7</u>
Restricted Stock Units (11)	<u>(11)</u>				(11)(12)	(11)(12)	Class A Common Stock	6,5 <u>(7</u>

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Group Vice President

Halftermeyer Daniel A

C/O ALBANY INTERNATIONAL CORP.

P.O. BOX 1907

ALBANY, NY 12201-1907

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 any shares.

- (2) Options granted pursuant to the Company's 1992 Stock Option Plan as incentive to remain in employ of the Company.
- (3) Fully exercisable.
- (4) Options granted pursuant to the Company's 1998 Stock Option Plan as incentive to remain in employ of the Company.

(5)

Reporting Owners 3

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Restricted Stock Units granted pursuant to the Albany International Corp. 2003 Restricted Stock Unit Plan (the "Restricted Stock Unit 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) 320 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.
- Restricted Stock Units granted on February 15, 2008 pursuant to the Albany International Corp. 2005 Incentive Plan (the "Incentive Plan"). Each Restricted Stock Unit award entitles the holder to receive a number of shares of Class A Common Stock, the cash equivalent of such shares, or a combination of cash and shares, in each case in accordance with a settlement schedule.
- (9) The remaining reported units (plus related dividend units) will be settled and payable on or about March 1, 2010, half in cash, half in shares of the Company's Class A Common Stock.
- 6,750 Restricted Stock Units (plus related dividend units) vest on March 1, 2011; 6,750 Restricted Stock Units (plus related dividend units) vest on September 1, 2011; 6,750 Restricted Stock Units (plus related dividend units) vest on March 1, 2012; and 6,750 Restricted Stock Units (plus related dividend units) vest on September 1, 2012.
- Restricted Stock Units granted on February 27, 2009 pursuant to the Albany International Corp. 2005 Incentive Plan (the "Incentive Plan"). Each Restricted Stock Unit award entitles the holder to receive a number of shares of Class A Common Stock, the cash equivalent of such shares, or a combination of cash and shares, in each case in accordance with a settlement schedule.
- Two-thirds of the reported units (plus related dividend units) will be settled and payable on or about March 1, 2010, and the remaining (12) reported units (plus related dividend units) will be settled and payable on or about March 1, 2011. Each of the 2010 and 2011 payments will be half in cash, half in shares of the Company's Class A Common Stock.

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.