

ALBANY INTERNATIONAL CORP /DE/
Form 4
March 03, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
Halftermeyer Daniel A

(Last) (First) (Middle)

C/O ALBANY INTERNATIONAL CORP., 216 AIRPORT DRIVE, UNIT 1

(Street)

ROCHESTER, NH 03867

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ALBANY INTERNATIONAL CORP /DE/ [AIN]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President, PMC

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common Stock	03/01/2015		A	(1)	3,200	A	\$ 0 46,256 D
Class A Common Stock	03/01/2015		A	(2)	6,671	A	\$ 0 52,927 D
Class A Common Stock	03/01/2015		F	(3)	2,665	D	\$ 37.71 50,262 D

Class A Common Stock ⁽⁴⁾	03/01/2015	M	21,135	A	\$ 0 ⁽⁴⁾	21,135 ⁽⁴⁾	D ⁽⁴⁾
Class A Common Stock ⁽⁴⁾	03/01/2015	D	21,135	D	\$ 35.93	0	D ⁽⁴⁾

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

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SEC 1474
(9-02)

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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option ⁽⁵⁾	\$ 22.25					<u>(6)</u>	05/14/2016	Class A Common Stock	2
Employee Stock Option ⁽⁵⁾	\$ 19.75					<u>(6)</u>	04/15/2017	Class A Common Stock	2
Employee Stock Option ⁽⁷⁾	\$ 19.375					<u>(6)</u>	11/04/2018	Class A Common Stock	2
Employee Stock Option ⁽⁷⁾	\$ 15.6875					<u>(6)</u>	11/09/2019	Class A Common Stock	4
Employee Stock Option ⁽⁷⁾	\$ 10.5625					<u>(6)</u>	11/15/2020	Class A Common Stock	2
Employee Stock Option ⁽⁷⁾	\$ 20.45					<u>(6)</u>	11/06/2021	Class A Common Stock	4
Employee Stock	\$ 20.63					<u>(6)</u>	11/07/2022	Class A Common	4

Option ⁽⁷⁾							Stock
Restricted Stock Units ⁽⁸⁾	(8)	03/01/2015	M	21,135	03/01/2015 ⁽⁸⁾⁽⁹⁾	(8)(9)	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Haltermeyer Daniel A C/O ALBANY INTERNATIONAL CORP. 216 AIRPORT DRIVE, UNIT 1 ROCHESTER, NH 03867				President, PMC

Signatures

Kathleen M. Tyrrell,
Attorney-in-Fact

Kathleen M. Tyrrell,
03/03/2015

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).
- (1) Shares distributed pursuant to an Annual Performance Bonus Award made under the Albany International Corp. 2011 Incentive Plan (the "Incentive Plan").
- (2) Shares distributed pursuant to a Multi-Year Performance Bonus Award made under the Albany International Corp. 2011 Incentive Plan.
- (3) Shares withheld to satisfy the tax liability in connection with the acquisitions described in footnotes 1 and 2 above.
- (4) 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 8). No shares were actually issued to the reporting person, nor did the reporting person dispose of any shares.
- (5) Options granted pursuant to the Company's 1992 Stock Option Plan as incentive to remain in employ of the Company.
- (6) Fully exercisable.
- (7) Options granted pursuant to the Company's 1998 Stock Option Plan as incentive to remain in employ of the Company.
- (8) 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.
- (9) 19,889 Restricted Stock Units (plus related dividend units) vest on March 1, 2015; 19,889 Restricted Stock Units (plus related dividend units) vest on August 1, 2015.
- (10) Includes dividend units accrued on Restricted Stock Units on January 8, 2015.

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