

ALBANY INTERNATIONAL CORP /DE/
 Form 4
 March 03, 2016

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
 Hansen Robert Alan

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 03/01/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Senior Vice President & CTO

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

(Street)

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

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

ROCHESTER, NH 03867

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Class A Common Stock | | | | | 4,582 | I | By 401(k) |
| Class A Common Stock | 03/01/2016 | | A | | <u>2,366</u> ⁽¹⁾ | A | \$ 0 10,610 |
| Class A Common Stock | 03/01/2016 | | A | | <u>3,394</u> ⁽²⁾ | A | \$ 0 14,004 |

| | | | | | | | |
|----------------------------|------------|---|--------------|---|-------------|--------|---|
| Class A Common Stock | 03/01/2016 | F | 1,819 (3) | D | \$ 37.42 | 12,185 | D |
|----------------------------|------------|---|--------------|---|-------------|--------|---|

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

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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 Securities (Instr. 3 and 4) | 8. Price of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Employee Stock Option ⁽⁴⁾ | \$ 19.375 | | | | | ⁽⁵⁾ 11/04/2018 | Class A Common Stock | 150 |
| Employee Stock Option ⁽⁶⁾ | \$ 15.6875 | | | | | ⁽⁵⁾ 11/09/2019 | Class A Common Stock | 200 |
| Employee Stock Option ⁽⁶⁾ | \$ 10.5625 | | | | | ⁽⁵⁾ 11/15/2020 | Class A Common Stock | 450 |
| Employee Stock Option ⁽⁶⁾ | \$ 20.45 | | | | | ⁽⁵⁾ 11/06/2021 | Class A Common Stock | 600 |
| Employee Stock Option ⁽⁶⁾ | \$ 20.63 | | | | | ⁽⁵⁾ 11/07/2022 | Class A Common Stock | 1,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

Hansen Robert Alan
C/O ALBANY INTERNATIONAL CORP.
216 AIRPORT DRIVE, UNIT 1
ROCHESTER, NH 03867

Senior Vice President & CTO

Signatures

Kathleen M. Tyrrell,
Attorney-in-Fact

03/03/2016

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

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.