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ALBANY INTERNATIONAL CORP /DE/

Form 4

February 19, 2013

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-				-	IIN

Check this box

if no longer

subject to

Section 16.

Form 4 or

Form 5

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

OMB Number:

3235-0287

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January 31, Expires: 2005

Other (specify

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * SILVA CHARLES J JR

2. Issuer Name and Ticker or Trading

Symbol

ALBANY INTERNATIONAL

5. Relationship of Reporting Person(s) to Issuer

CORP /DE/ [AIN]

Director 10% Owner

(Check all applicable)

VP-General Counsel & Secretary

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

X_ Officer (give title below) 02/14/2013

C/O ALBANY INTERNATIONAL CORP., 216 AIRPORT DRIVE

(Street)

(State)

(First)

(Middle)

(Zip)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

ROCHESTER, NH 03867

					. , .	· 1	•
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	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(A)	Reported		
				(A)	Transaction(s)		

(Instr. 3 and 4)

Code V Amount (D) Price

Class A

Common 6,953 Ι by 401(k) Stock

Class A

Common 1,800 D

Stock

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

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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)	4. Transac Code (Instr. 8	3)	5. Numof De Securi Acqui (A) o Dispo (D) (Instrand 5	rivatitie ired rosed	ative s l	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code	V	(A)	•	(D)	Date Exercisable	Expiration Date	Title	Am or Num of Sha
Employee Stock Option (1)	\$ 22.25								<u>(2)</u>	05/18/2015	Class A Common	1,
Employee Stock Option (1)	\$ 22.25								<u>(2)</u>	05/14/2016	Class A Common	1,
Employee Stock Option (1)	\$ 19.75								<u>(2)</u>	04/15/2017	Class A Common	2,
Employee Stock Option (1)	\$ 19.375								(2)	11/04/2018	Class A Common	2,
Employee Stock Option (3)	\$ 15.6875								<u>(2)</u>	11/09/2019	Class A Common	3,
Employee Stock Option (3)	\$ 10.5625								(2)	11/15/2020	Class A Common	2,
Employee Stock Option (3)	\$ 20.45								<u>(2)</u>	11/06/2021	Class A Common	3,
Employee Stock Option (3)	\$ 20.63								<u>(2)</u>	11/07/2022	Class A Common	3,
Restricted Stock Units (4)	<u>(4)</u>								11/11/2009(4)(5)	(4)(5)	Class A Common Stock	67
Restricted Stock	<u>(4)</u>								11/11/2010(4)(7)	<u>(4)(7)</u>	Class A Common	1,

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Units (4)							Stock	
Restricted Stock Units (4)	<u>(4)</u>				11/11/2011(4)(8)	(4)(8)	Class A Common Stock	1,
Phantom Stock Units (9)	<u>(9)</u>	02/14/2013	A	4,294	03/01/2013(9)(10)	(9)(10)	Class A Common Stock	4,

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SILVA CHARLES J JR C/O ALBANY INTERNATIONAL CORP. 216 AIRPORT DRIVE ROCHESTER, NH 03867

VP-General Counsel & Secretary

Signatures

Kathleen M. Tyrrell,

Attorney-in-Fact 02/19/2013

**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) Option granted pursuant to Company's 1992 Stock Option Plan as incentive to remain in employ of Company.
- (2) Fully exercisable.
- (3) 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 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.
- (5) 600 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2009.
- (6) Includes dividend units accrued on Restricted Stock Units on December 21, 2012.
- (7) 600 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2010.
- (8) 600 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2011.
- Phantom Stock Units granted on February 14, 2013 pursuant to the Albany International Corp. 2011 Performance Phantom Stock Plan
- (9) (the "Phantom Stock Plan"). Each Phantom Stock Unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock at the time of vesting.
- (10) 859 Phantom Stock Units will be settled and payable each year on or about March 1, beginning March 1, 2013.

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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