

ALBANY INTERNATIONAL CORP /DE/

Form 4

November 28, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SCHMELER FRANK R**

(Last) (First) (Middle)

**C/O ALBANY INTERNATIONAL  
CORP., P.O. BOX 1907**

(Street)

**ALBANY, NY 12201-1907**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**11/28/2007**

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)

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock					100	I	Custodial (1)
Class A Common Stock	11/28/2007		G		3,000	D	41,188

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control**

SEC 1474  
(9-02)

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. 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. Pri Deriv Secu (Instr	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option <sup>(3)</sup>	\$ 18.75							<u>(4)</u>	05/11/2014	Class A Common	20,000
Employee Stock Option <sup>(3)</sup>	\$ 22.25							<u>(4)</u>	05/18/2015	Class A Common	25,000
Employee Stock Option <sup>(3)</sup>	\$ 22.25							<u>(4)</u>	02/01/2016	Class A Common	25,000
Employee Stock Option <sup>(5)</sup>	\$ 19.75							<u>(4)</u>	02/01/2016	Class A Common	25,000
Employee Stock Option <sup>(3)</sup>	\$ 19.375							<u>(4)</u>	02/01/2016	Class A Common	32,500
Employee Stock Option <sup>(6)</sup>	\$ 10.5625							<u>(4)</u>	02/01/2016	Class A Common	5,000
Employee Stock Option <sup>(6)</sup>	\$ 20.45							<u>(4)</u>	02/01/2016	Class A Common	36,000
Employee Stock Option <sup>(6)</sup>	\$ 20.63							<u>(4)</u>	02/01/2016	Class A Common	32,000
Restricted Stock Units <sup>(7)</sup>	<u>(7)</u>							<u>(7)(8)</u>	<u>(7)(8)</u>	Class A Common Stock	7,249 <u>(9)</u>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHMELER FRANK R C/O ALBANY INTERNATIONAL CORP. P.O. BOX 1907 ALBANY, NY 12201-1907		X		

## Signatures

Frank R.  
Schmeler 11/28/2007

\*\*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 held by reporting person as custodian for his granddaughter. Undersigned disclaims beneficial ownership.
- (2) N/A
- (3) Option granted pursuant to Company's 1992 Stock Option Plan as incentive to remain in employ of Company.
- (4) Fully exercisable.
- (5) Option granted pursuant to the Company's 1988 Stock Option Plan as incentive to remain in employ of Company.
- (6) Option granted pursuant to Company's 1998 Stock Option Plan as incentive to remain in employ of Company.
- (7) Restricted Stock Units ("RSUs") granted in February 2006 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.
- (8) The remaining reported units (plus related dividend units) will be settled and payable on or about March 1, 2008, half in cash, half in shares of the Company's Class A Common Stock.
- (9) Includes dividend units accrued on Restricted Stock Units on July 9, 2007 and October 5, 2007.

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.