

ALBANY INTERNATIONAL CORP /DE/

Form 4/A

February 19, 2008

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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 SECURITIESFiled 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., 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)
02/15/20084. If Amendment, Date Original
Filed(Month/Day/Year)
02/19/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Group Vice President6. 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 Ownership (Instr. 4)
Class A Common Stock				(A) or (D) Price	1,019	D	

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 number.SEC 1474
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: ALBANY INTERNATIONAL CORP /DE/ - Form 4/A

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 Underlying Security (Instr. 3 and 4)	8. Amount of Underlying Security
				Code	V	(A)	(D)	
Employee Stock Option ⁽¹⁾	\$ 18.625					<u>(2)</u>	05/14/2012	Class A Common Stock
Employee Stock Option ⁽¹⁾	\$ 16.25					<u>(2)</u>	05/28/2013	Class A Common Stock
Employee Stock Option ⁽¹⁾	\$ 18.75					<u>(2)</u>	05/11/2014	Class A Common Stock
Employee Stock Option ⁽¹⁾	\$ 22.25					<u>(2)</u>	05/18/2015	Class A Common Stock
Employee Stock Option ⁽¹⁾	\$ 22.25					<u>(2)</u>	05/14/2016	Class A Common Stock
Employee Stock Option ⁽¹⁾	\$ 19.75					<u>(2)</u>	04/15/2017	Class A Common Stock
Employee Stock Option ⁽³⁾	\$ 19.375					<u>(2)</u>	11/04/2018	Class A Common Stock
Employee Stock Option ⁽³⁾	\$ 15.6875					<u>(2)</u>	11/09/2019	Class A Common Stock
Employee Stock Option ⁽³⁾	\$ 10.5625					<u>(2)</u>	11/15/2020	Class A Common Stock
Employee Stock Option ⁽³⁾	\$ 20.45					<u>(2)</u>	11/06/2021	Class A Common Stock
Employee Stock Option ⁽³⁾	\$ 20.63					<u>(2)</u>	11/07/2022	Class A Common Stock
Restricted	<u>(4)</u>					11/13/2004	<u>(4)(5)</u>	Class A

Stock Units <u>(4)</u>							Common Stock	
Restricted Stock Units <u>(4)</u>	<u>(4)</u>				11/11/2005 <u>(4)(7)</u>	<u>(4)(7)</u>	Class A Common Stock	6
Restricted Stock Units <u>(8)</u>	<u>(8)</u>				<u>(8)(9)</u>	<u>(8)(9)</u>	Class A Common Stock	1
Restricted Stock Units <u>(10)</u>	<u>(10)</u>				<u>(10)(11)</u>	<u>(10)(11)</u>	Class A Common Stock	2
Restricted Stock Units <u>(12)</u>	<u>(12)</u>	02/15/2008	A	6,483 <u>(6)</u>	<u>(12)(13)</u>	<u>(12)(13)</u>	Class A Common Stock	6
Restricted Stock Units <u>(4)</u>	<u>(4)</u>	02/15/2008	A	27,000	03/01/2011 <u>(4)(14)</u>	<u>(4)(14)</u>	Class A Common Stock	2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Halftermeyer Daniel A C/O ALBANY INTERNATIONAL CORP. P.O. BOX 1907 ALBANY, NY 12201-1907			Group Vice President	

Signatures

Kathleen M. Tyrrell,
Attorney-in-Fact

02/19/2008

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) Options granted pursuant to the Company's 1992 Stock Option Plan as incentive to remain in employ of the Company.
- (2) Fully exercisable.
- (3) Options granted pursuant to the Company's 1998 Stock Option Plan as incentive to remain in employ of the Company.
- (4) 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) 320 Restricted Stock Units (plus related dividend units) vest on each November 13, beginning November 13, 2004.
- (6) Includes dividend units accrued on Restricted Stock Units on January 8, 2008.

Edgar Filing: ALBANY INTERNATIONAL CORP /DE/ - Form 4/A

- (7) 320 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2005.
- Restricted Stock Units granted in February 2006 pursuant to the Albany International Corp. 2005 Incentive Plan (the "Incentive Plan").
- (8) 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, 2008, half in cash, half in shares of the Company's Class A Common Stock.
- Restricted Stock Units granted on February 16, 2007 pursuant to the Albany International Corp. 2005 Incentive Plan (the "Incentive Plan").
- (10) 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, 2008, and the remaining reported units (plus related dividend units) will be settled and payable on or about March 1, 2009. Each of the 2008 and 2009 payments will be half in cash, half in shares of the Company's Class A Common Stock.
- (11)
- Restricted Stock Units granted on February 15, 2008 pursuant to the Albany International Corp. 2005 Incentive Plan (the "Incentive Plan").
- (12) 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.
- 25% of the reported units (plus related dividend units) will be settled and payable on or about March 1, 2008, (b) 50% of the reported units (plus related dividend units) will be settled and payable on or about March 1, 2009, and (c) the final 25% of the reported units (plus related dividend units) will be settled and payable on or about March 1, 2010. The 2008 payment will be all in cash, while each of the 2009 and 2010 payments will be half in cash, half in shares of the Company's Class A Common Stock.
- (13)
- 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.
- (14)

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.