

STANDISH CHRISTINE L
Form 4
January 23, 2009

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 *
STANDISH CHRISTINE L

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)

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

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

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

(Street)

ALBANY, NY 12201-1907

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Class A Common Stock					6,595	D	
Class A Common Stock					306	I	by ESOP
Class A Common Stock					876	I	By spouse's ESOP ⁽¹⁾
Class A	01/01/2009		M	31 A ⁽²⁾	31 ⁽²⁾	I ⁽²⁾	Granted to

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Common Stock ⁽²⁾									spouse of reporting person
Class A Common Stock ⁽²⁾	01/01/2009		D	31	D	\$ 13.64	0	I ⁽²⁾	Granted to spouse of reporting person
Class A Common Stock ⁽²⁾	01/01/2009		M	104	A	<u>(2)</u>	104 ⁽²⁾	I ⁽²⁾	Granted to spouse of reporting person
Class A Common Stock ⁽²⁾	01/01/2009		D	104	D	\$ 13.64	0	I ⁽²⁾	Granted to spouse of reporting person
Class A Common Stock ⁽²⁾	01/01/2009		M	154	A	<u>(2)</u>	154 ⁽²⁾	I ⁽²⁾	Granted to spouse of reporting person
Class A Common Stock ⁽²⁾	01/01/2009		D	154	D	\$ 13.64	0	I ⁽²⁾	Granted to spouse of reporting person
Class A Common Stock ⁽²⁾	01/01/2009		M	203	A	<u>(2)</u>	203 ⁽²⁾	I ⁽²⁾	Granted to spouse of reporting person
Class A Common Stock ⁽²⁾	01/01/2009		D	203	D	\$ 13.64	0	I ⁽²⁾	Granted to spouse of reporting person

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)

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Pri Deriv Secur (Instr
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of (D)
(Instr. 3, 4,
and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock							Class A Common Stock	1,704
					(3)	(3)		
Class B Common Stock							Class A Common Stock	120,000
					(3)	(3)		
Class B Common Stock							Class A Common Stock	10,700
					(3)	(3)		
Class B Common Stock							Class A Common Stock	151,318
					(3)	(3)		
Restricted Stock Units <u>(7)</u>							Class A Common Stock	62
				01/01/2009				
					(7)(8)	(7)		
Restricted Stock Units <u>(7)</u>							Class A Common Stock	208
				01/01/2009				
					(7)(10)	(7)		
Restricted Stock Units <u>(7)</u>							Class A Common Stock	308
				01/01/2009				
					(7)(12)	(7)		
Restricted Stock Units <u>(7)</u>							Class A Common Stock	406
				01/01/2009				
					(7)(14)	(7)		

Reporting Owners

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

Signatures

Christine L.
Standish 01/23/2009

**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) Owned by Christopher Wilk, husband of reporting person. Ms. Standish disclaims beneficial ownership of these shares.
Deemed acquisition and disposition to the issuer of shares of stock underlying Restricted Stock Units granted to Christopher Wilk, husband of reporting person, upon automatic vesting and cash settlement of such Units (see footnote 7). No shares were actually issued to the reporting person, nor did the reporting person dispose of any shares.
 - (2) Convertible, on a share-for-share basis, into shares of the Company's Class A Common Stock.
 - (3) Held by the Christine L. Standish Delta Trust. Ms. Standish disclaims beneficial ownership of such shares.
 - (4) Held by the Christine L. Standish Gift Trust. Ms. Standish disclaims beneficial ownership of such shares.
 - (5) Held by Standish Delta Trust, a trust of which Ms. Standish is a beneficiary and as to which she shares voting and investment power.
 - (6) Restricted Stock Units granted to Christopher Wilk, husband of reporting person, 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. Ms. Standish disclaims beneficial ownership of such stock units.
 - (7) Pursuant to the Restricted Stock Unit Plan, 31 RSUs vested upon Christopher Wilk's January 1, 2009 departure from the Company.
 - (8) In addition to the vesting of 31 RSUs, reflects the forfeiture of 31 RSUs pursuant to the Restricted Stock Unit Plan, upon Christopher Wilk's January 1, 2009 departure from the Company.
 - (9) Pursuant to the Restricted Stock Unit Plan, 104 RSUs vested upon Christopher Wilk's January 1, 2009 departure from the Company.
 - (10) In addition to the vesting of 104 RSUs, reflects the forfeiture of 104 RSUs pursuant to the Restricted Stock Unit Plan, upon Christopher Wilk's January 1, 2009 departure from the Company.
 - (11) Pursuant to the Restricted Stock Unit Plan, 154 RSUs vested upon Christopher Wilk's January 1, 2009 departure from the Company.
 - (12) In addition to the vesting of 154 RSUs, reflects the forfeiture of 154 RSUs pursuant to the Restricted Stock Unit Plan, upon Christopher Wilk's January 1, 2009 departure from the Company.
 - (13) Pursuant to the Restricted Stock Unit Plan, 203 RSUs vested upon Christopher Wilk's January 1, 2009 departure from the Company.
 - (14) In addition to the vesting of 203 RSUs, reflects the forfeiture of 203 RSUs pursuant to the Restricted Stock Unit Plan, upon Christopher Wilk's January 1, 2009 departure from 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.