ALBANY INTERNATIONAL CORP /DE/

Form 4 April 04, 2003

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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1. Name and Addre				ne and Ticl		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (c/o Albany Interna P.O. Box 1907	(of Reporti	ing	tification N Person, roluntary)	Number		Day/ Year 13	_ Director				
Albany, NY 12201						Date of			7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City))	Tal	ble :	I Non-D	erivati	ive Securit	ies Acquired, Disposed of, or Beneficially Owned					
1. Title of Security 2. Trans- (Instr. 3) 2A. Deeme action Execution Date Date, (Month/ Day/ if any			3. Tran action Code (Instr. 8		4. Securiti or Dispose (Instr. 3, 4	ed of (l		5. Amount of Securities Beneficially Owned Follow-		6. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership	
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)		(I) (Instr. 4)	(Instr. 4)	
Class A Common Stock	04/02/03		С		10,900	A	1-for-1			I	(1)	
Class A Common Stock	04/02/03(2)		S		10,900	D	\$23.0439		0	I	(1)	

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g. nuts calls warrants ontions convertible securities)

	(c.g., pats, cans, warrants, options, convertible securities)													
	1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number	6. Date Exercisable	7. Title and Amount	8. Price of	9. Number of	10.	11. Natı		
	Derivative	sion or	action	Deemed	Trans-	of	and Expiration	of Underlying	Derivative	Derivative	Owner-	of Indire		
١	Security	Exercise	Date	Execution	action	Derivative	Date	Securities	Security	Securities	ship	Benefic		
		Price of		Date,	Code	Securities	(Month/Day/	(Instr. 3 & 4)	(Instr. 5)	Beneficially	Form	Owners		
١	(Instr. 3)	Derivative	(Month/	if any		Acquired	Year)			Owned	of Deriv-	(Instr. 4		
				, ,	1 1	1 '	1	1						

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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	Security	Year)	(Month/ Day/ Year)	(Instr 8)	(I O (I &	of (D Instr & 5)	osed (D) (D)		Expira- tion Date		Amount or Number of	Reported Transaction(s) (Instr. 4)	ative Security: Direct (D) or Indirect (I) (Instr. 4)	
											Shares			
Class B Common Stock	(3)							(3)	(3)	Class A Common		151,318	I	(4)
Class B Common Stock	(3)	04/02/03		С		1	10,900	(3)	(3)	Class A Common	10,900	2,063,130	I	(1)
Class B Common Stock	(3)							(3)	(3)	Class A Common		1,345,565	I	(5)
Class B Common Stock	(3)							(3)	(3)	Class A Common		108,729	I	(6)
Employee Stock Option	\$15.50							(7)	05/01/08	Class A Common		200,000	I	(4)
Employee Stock Option	\$15.00							(7)	05/01/08	Class A Common		16,000	D	
Class B Common Stock	(3)							(3)	(3)	Class A Common		120,000	I	(8)
Class B Common Stock	(3)							(3)	(3)	Class A Common		120,000	I	(9)
Class B Common Stock	(3)							(3)	(3)	Class A Common		10,700	I	(10)
Class B Common Stock	(3)							(3)	(3)	Class A Common		10,700	I	(11)

Explanation of Responses:

- (1) Held by J. S. Standish Co. Undersigned is President and a director, and has the power to elect and remove all of the directors, of J. S. Standish Co.
- (2) Sale pursuant to a 10b5-1 plan.
- (3) Covertible, on a share-for-share basis, into Class A Common Stock.
- (4) Held by Standish Delta Trust. Undersigned has neither voting nor investment power and disclaims beneficial ownership.
- (5) Held by trust u/w Florence Standish. Undersigned has voting and investment power.
- (6) Held by trust u/w J. C. Standish. Undersigned has voting and investment power.
- (7) Fully exercisable.
- (8) Held by the Christine L. Standish Delta Trust. Undersigned has sole voting and investment power, and disclaims beneficial ownership, with respect to such shares.
- (9) Held by the John C. Standish Delta Trust. Undersigned has sole voting and investment power, and disclaims beneficial ownership, with respect to such shares.
- (10) Held by the Christine L. Standish Gift Trust. Undersigned has sole voting and investment power, and disclaims beneficial ownership, with respect to such shares.
- (11) Held by the John C. Standish Gift Trust. Undersigned has sole voting and investment power, and disclaims beneficial ownership, with respect to such shares.

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By: /s/ J. Spencer Standish

April 3, 2003

Date

**Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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