

ALBANY INTERNATIONAL CORP /DE/
Form 4
November 13, 2006

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

OMB APPROVAL

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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 JOHN C

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

11/11/2006

Senior Vice President

(Street)

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

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class A Common Stock					1,880	I	By ESOP
Class A Common Stock					11	I	Held by spouse. ⁽¹⁾
Class A Common Stock ⁽²⁾	11/11/2006		M	163 A ⁽²⁾	163 ⁽²⁾	D ⁽²⁾	
Class A Common Stock	11/11/2006		D	163 D \$	0	D ⁽²⁾	

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Common Stock ⁽²⁾						33.22	
Class A Common Stock ⁽²⁾	11/11/2006	M	253	A	(2)	253 (2)	D (2)
Class A Common Stock ⁽²⁾	11/11/2006	D	253	D	\$ 33.22	0	D (2)
Class A Common Stock ⁽²⁾	11/13/2006	M	124	A	(2)	124 (2)	D (2)
Class A Common Stock ⁽²⁾	11/13/2006	D	124	D	\$ 33.22	0	D (2)

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

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(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 of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Class B Common Stock	(3)					(3)	(3)	Class A Common
Class B Common Stock	(3)					(3)	(3)	Class A Common
Class B Common Stock	(3)					(3)	(3)	Class A Common

Class B Common Stock	<u>(3)</u>					<u>(3)</u>	<u>(3)</u>	Class A Common	
Employee Stock Option <u>(8)</u>	\$ 22.25					<u>(9)</u>	05/18/2015	Class A Common	
Employee Stock Option <u>(8)</u>	\$ 22.25					<u>(9)</u>	05/14/2016	Class A Common	
Employee Stock Option <u>(10)</u>	\$ 19.375					<u>(9)</u>	11/04/2018	Class A Common	
Employee Stock Option <u>(10)</u>	\$ 15.6875					<u>(9)</u>	11/09/2019	Class A Common	
Employee Stock Option <u>(10)</u>	\$ 10.5625					<u>(9)</u>	11/15/2020	Class A Common	
Employee Stock Option <u>(10)</u>	\$ 20.45					<u>(9)</u>	11/06/2021	Class A Common	
Employee Stock Option <u>(10)</u>	\$ 20.63						11/07/2003 ⁽¹¹⁾	11/07/2022	Class A Common
Restricted Stock Units <u>(12)</u>	<u>(12)</u>	11/13/2006		M	<u>124</u> <u>(13)</u>	11/13/2004 ⁽¹²⁾⁽¹⁴⁾	<u>(12)(14)</u>	Class A Common Stock	
Restricted Stock Units <u>(12)</u>	<u>(12)</u>	11/11/2006		M	<u>163</u> <u>(13)</u>	11/11/2005 ⁽¹²⁾⁽¹⁵⁾	<u>(12)(15)</u>	Class A Common Stock	
Restricted Stock Units <u>(12)</u>	<u>(12)</u>	11/11/2006		M	<u>253</u> <u>(13)</u>	11/11/2006 ⁽¹²⁾⁽¹⁶⁾	<u>(12)(16)</u>	Class A Common Stock	
Restricted Stock Units <u>(12)</u>	<u>(12)</u>	11/11/2006		A	1,250	11/11/2007 ⁽¹²⁾⁽¹⁷⁾	<u>(12)(17)</u>	Class A Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STANDISH JOHN C	X		Senior Vice President	

C/O ALBANY INTERNATIONAL CORP.
P.O. BOX 1907
ALBANY, NY 12201-1907

Signatures

Kathleen M. Tyrrell,
Attorney-in-Fact

11/13/2006

 **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) Held by spouse. Mr. Standish disclaims beneficial ownership.
Deemed acquisition and disposition to the issuer of shares of stock underlying Restricted Stock Units upon automatic vesting and cash settlement of such Units (see footnote 12). 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) Includes 1,000 shares held by Mr. Standish as custodian for his minor son.
 - (4) Held by the John C. Standish Delta Trust, a trust for the beneficiaries of which include Mr. Standish's children. Mr. Standish disclaims investment control with respect to, and beneficial ownership of, these shares.
 - (5) Held by the John C. Standish Gift Trust. Mr. Standish disclaims investment control with respect to, and beneficial ownership of, these shares.
 - (6) Held by Standish Delta Trust, a trust of which Mr. Standish is a beneficiary and as to which he shares voting and investment power.
 - (7) Option granted pursuant to Company's 1992 Stock Option Plan as incentive to remain in employ of Company.
 - (8) Fully exercisable.
 - (9) Option granted pursuant to Company's 1998 Stock Option Plan as incentive to remain in employ of Company.
 - (10) Become exercisable as to 400 shares on each November 7, beginning November 7, 2003.
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.
 - (11) Includes dividend units accrued on Restricted Stock Units on January 9, 2006, April 7, 2006, July 10, 2006 and October 6, 2006.
 - (12) 120 Restricted Stock Units (plus related dividend units) vest on each November 13, beginning November 13, 2004.
 - (13) 160 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2005.
 - (14) 250 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2006.
 - (15) 250 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 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.