

MORONE JOSEPH G
Form 4
March 02, 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 *
MORONE JOSEPH G

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

03/01/2009

President & CEO

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

ALBANY, NY 12201-1907

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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					1,943	I	By ESOP
Class A Common Stock	03/01/2009		M		9,972 (1)	A	\$ 0 16,531
Class A Common Stock (3)	03/01/2009		M		1,986	A	(3) 1,986 (3)
Class A Common Stock	03/01/2009		D		1,986	D	\$ 0 D (3)

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Common Stock ⁽³⁾						12.93		
Class A Common Stock ⁽³⁾	03/01/2009		M	7,986	A	(3)	7,886 ⁽³⁾	D ⁽³⁾
Class A Common Stock ⁽³⁾	03/01/2009		D	7,986	D	\$ 12.93	0	D ⁽³⁾
Class A Common Stock ⁽³⁾	03/01/2009		M	9,469	A	(3)	9,469 ⁽³⁾	D ⁽³⁾
Class A Common Stock ⁽³⁾	03/01/2009		D	9,469	D	\$ 12.93	0	D ⁽³⁾

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 Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Restricted Stock Units ⁽⁴⁾	⁽⁴⁾					08/01/2006 ⁽⁴⁾⁽⁵⁾	⁽⁴⁾⁽⁵⁾	Class A Common Stock	12,000
Restricted Stock Units ⁽⁶⁾	⁽⁶⁾	03/01/2009		M	3,972	⁽⁶⁾⁽⁷⁾	⁽⁶⁾⁽⁷⁾	Class A Common Stock	3,972
Restricted Stock Units ⁽⁸⁾	⁽⁸⁾	03/01/2009		M	15,972	⁽⁸⁾⁽⁹⁾	⁽⁸⁾⁽⁹⁾	Class A Common Stock	23,944
Restricted Stock Units ⁽⁴⁾	⁽⁴⁾					03/01/2011 ⁽⁴⁾⁽¹⁰⁾	⁽⁴⁾⁽¹⁰⁾	Class A Common Stock	102,000

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- (12) Reflects settlement in cash of 25% of the reported units (plus related dividend units) on March 1, 2009. 50% of the reported units (plus related dividend units) will be settled and payable on or about March 1, 2010, and the final 25% of the reported units (plus related dividend units) will be settled and payable on or about March 1, 2011. Each of the 2010 and 2011 payments will be half in cash, half in shares of the Company's Class A Common Stock.

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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