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ALBANY INTERNATIONAL CORP /DE/

Form 4

March 03, 2015

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

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

Section 16.

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

SECURITIES

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * POLUMBO RALPH M			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% OwnerX_ Officer (give title Other (specify		
C/O ALBANY INTERNATIONAL CORP., 216 AIRPORT DRIVE,			03/01/2015					below) below) President- AEC		
UNIT 1	AIRIORIDE	αν <u>ι</u> ,								
	(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
ROCHEST										
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	any		med on Date, if Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			d of (D)	Securities Form: Beneficially (D) or Owned Indire	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial
Class A Common Stock				Code V	Amount	(D)	Price	893	I	By 401(k)
Class A Common Stock	03/01/2015			A	4,687 (1)	A	\$ 0	35,046 <u>(2)</u>	D	
Class A Common Stock	03/01/2015			A	9,956 (3)	A	\$ 0	45,002 (2)	D	

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Class A

Common 03/01/2015 F $\frac{7,552}{(4)}$ D $\frac{\$}{37.71}$ 37,450 $\frac{(2)}{2}$ D

Stock

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

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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 6. Date Exercisable and 3. Transaction Date 3A. Deemed 5. Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date** (Month/Day/Year) Security or Exercise Code of Price of (Instr. 3) (Month/Day/Year) (Instr. 8) Derivative Derivative Securities Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)

Date Exercisable Expiration Date Title Of Shares

Amount or Number of Shares

7. Title and Amount of

Underlying Securities

(Instr. 3 and 4)

Code V (A) (D)

Restricted Stock (5) Units (5) (5) (5)(6) (5) (6) (5) (6) (5) (6) (5) (6) (7) Stock (7)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

POLUMBO RALPH M C/O ALBANY INTERNATIONAL CORP. 216 AIRPORT DRIVE, UNIT 1 ROCHESTER, NH 03867

President- AEC

Signatures

Kathleen M. Tyrrell,

Attorney-in-Fact 03/03/2015

**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).

Reporting Owners 2

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- (1) Shares distributed pursuant to an Annual Performance Bonus Award made under the Albany International Corp. 2011 Incentive Plan (the "Incentive Plan").
- (2) Includes 2,265 shares acquired pursuant to a dividend reinvestment plan.
- (3) Shares distributed pursuant to a Multi-Year Performance Bonus Award made under the Albany International Corp. 2011 Incentive Plan.
- (4) Shares withheld to satisfy the tax liability in connection with the acquisitions described in footnotes 1 and 3 above.
- 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.
- (6) 19,889 Restricted Stock Units (plus related dividend units) vested on January 1, 2015; the remaining Restricted Stock Units (plus related dividend units) will vest on January 1, 2017.
- (7) Includes dividend units accrued on Restricted Stock Units on January 8, 2015

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.