### Edgar Filing: KOLF FRANK - Form 4

KOLF FRAN Form 4 November 14,												
FORM									OMB A	PPROVAL		
		RITIES AND EXCHANGE COMMISSION					OMB Number:	3235-0287				
Check this if no longe subject to Section 16 Form 4 or	r STATEM	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								January 31, 2005 average irs per 0.5		
Form 5 obligations may contin <i>See</i> Instruc 1(b).	Section 17(a	a) of the Pu		Hold	ing Com	ipany	Act of	e Act of 1934, f 1935 or Sectio 40	n			
(Print or Type Re	esponses)											
KOLF FRANK Symbol			•				0	5. Relationship of Issuer	Relationship of Reporting Person(s) to uer			
		ALBANY INTERNATIONAL CORP /DE/ [AIN]						(Check all applicable)				
(Last) (First) (Middle) 3. Date of (Month/Da C/O ALBANY INTERNATIONAL 11/11/20				below)					re title Other (specify below) or Vice President			
CORP., P.O.	BOX 1907							Senio		n		
ALBANY, N	(Street) Y 12201-1907		If Amendmer iled(Month/Day		-			6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by M Person	One Reporting Pe	erson		
(City)	(State)	(Zip)	Table I - N	on-D	erivative S	Securi	ities Acc	uired, Disposed of	or Beneficial	llv Owned		
1.Title of Security (Instr. 3)		Fransaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securities Acquired 5. Am on(A) or Disposed of Securi (D) Benefit (Instr. 3, 4 and 5) Owner (A) Transa				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of		
Class A Common Stock						. ,		1,819	I	by ESOP		
Class A Common Stock (1)	11/11/2005		М		404	A	<u>(1)</u>	404 <u>(1)</u>	D <u>(1)</u>			
Class A Common Stock (1)	11/11/2005		D		404	D	\$ 38.1	0	D <u>(1)</u>			
Class A	11/13/2005		М		408	А	<u>(1)</u>	408 (1)	D (1)			

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Common Stock (1)						
Class A Common Stock <sup>(1)</sup>	11/13/2005	D	408	D	\$ 38.1 0	D (1)

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.

# 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. Transactic Code (Instr. 8)			6. Date Exercisab Expiration Date (Month/Day/Year	tion Date		Amoun Securiti 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (2)	\$ 10.5625						11/15/2001 <u>(3)</u>	11/15/2020	Class A Common	10,0
Employee Stock Option (2)	\$ 20.45						11/06/2002(4)	11/06/2021	Class A Common	10,0
Employee Stock Option (2)	\$ 20.63						11/07/2003 <u>(5)</u>	11/07/2022	Class A Common	5,00
Restricted Stock Units <u>(6)</u>	<u>(6)</u>	11/13/2005		М		408	(6)(7)	(6)(7)	Class A Common Stock	1,63 (8)
Restricted Stock Units <u>(6)</u>	<u>(6)</u>	11/11/2005		М		404	(6)(9)	(6)(9)	Class A Common Stock	2,02 (8)
Restricted Stock Units <u>(6)</u>	<u>(6)</u>	11/11/2005		А	1,500		(6)(10)	(6)(10)	Class A Common Stock	1,50

## **Reporting Owners**

S

<b>Reporting Owner Name / Address</b>		Relationships						
	Director	10% Owner	Officer	Othe				
KOLF FRANK C/O ALBANY INTERNATIONAL CORP P.O. BOX 1907 ALBANY, NY 12201-1907			Senior Vice President					
Signatures								
Kathleen M. Tyrrell, Attorney-in-fact	11/14/2005							
**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).
- Deemed acquisition and disposition to the issuer of shares of stock underlying Restriced Stock Units. No shares were actually issued or (1)disposed.
- Option granted pursuant to Company's 1998 Stock Option Plan as incentive to remain in employ of Company. (2)
- (3) Become exercisable as to 2,000 shares on each November 15, beginning November 15, 2001.
- Become exercisable as to 2,000 shares on each November 6, beginning November 2, 2002. (4)
- Become exercisable as to 1,000 shares on each November 7, beginning November 7, 2003. (5)

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

- (6) 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.
- (7) 400 Restricted Stock Units (plus related dividend units) vest on each November 13, beginning November 13, 2004.
- (8) Includes dividend units accrued on Restricted Stock Units on January 5, 2005, April 5, 2005, July 8, 2005 and October 7, 2005.
- (9) 400 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2005.
- (10) 300 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2006.

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.