

Hansen Robert Alan
 Form 4
 February 26, 2010

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 Hansen Robert Alan

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)

Senior Vice President & CTO

C/O ALBANY INTERNATIONAL
 CORP., P.O. BOX 1907

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Class A Common Stock | | | | | | 7,491 | I By 401(k) |
| Class A Common Stock | | | | | | 3,119 | D |

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

SEC 1474
 (9-02)

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. 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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | |
| Employee Stock Option ⁽¹⁾ | \$ 19.375 | | | | | <u>(2)</u> | 11/04/2018 | Class A Common Stock | 15 |
| Employee Stock Option ⁽³⁾ | \$ 15.6875 | | | | | <u>(2)</u> | 11/09/2019 | Class A Common Stock | 20 |
| Employee Stock Option ⁽³⁾ | \$ 10.5625 | | | | | <u>(2)</u> | 11/15/2020 | Class A Common Stock | 45 |
| Employee Stock Option ⁽³⁾ | \$ 20.45 | | | | | <u>(2)</u> | 11/06/2021 | Class A Common Stock | 60 |
| Employee Stock Option ⁽³⁾ | \$ 20.63 | | | | | <u>(2)</u> | 11/07/2022 | Class A Common Stock | 1,000 |
| Restricted Stock Units ⁽⁴⁾ | <u>(4)</u> | | | | | 11/11/2006 ⁽⁴⁾⁽⁵⁾ | <u>(4)(5)</u> | Class A Common Stock | 163 |
| Restricted Stock Units ⁽⁴⁾ | <u>(4)</u> | | | | | 11/11/2007 ⁽⁴⁾⁽⁷⁾ | <u>(4)(7)</u> | Class A Common Stock | 650 |
| Restricted Stock Units ⁽⁴⁾ | <u>(4)</u> | | | | | 11/11/2007 ⁽⁴⁾⁽⁷⁾ | <u>(4)(7)</u> | Class A Common Stock | 647 |
| Restricted Stock Units ⁽⁴⁾ | <u>(4)</u> | | | | | 03/01/2008 ⁽⁴⁾⁽⁸⁾ | <u>(4)(8)</u> | Class A Common Stock | 1,500 |
| Restricted Stock Units ⁽⁴⁾ | <u>(4)</u> | | | | | 03/01/2011 ⁽⁴⁾⁽⁹⁾ | <u>(4)(9)</u> | Class A Common Stock | 25,000 |

Edgar Filing: Hansen Robert Alan - Form 4

Restricted Stock Units granted on February 25, 2010 pursuant to the Albany International Corp. 2005 Incentive Plan (the "Incentive Plan"). Each Restricted Stock Unit award entitles the holder to receive a number of shares of Class A Common Stock, the cash equivalent of such shares, or a combination of cash and shares, in each case in accordance with a settlement schedule.

- (13) 25% of the reported units (plus related dividend units) will be settled and payable on or about March 1, 2010, (b) 50% of the reported units (plus related dividend units) will be settled and payable on or about March 1, 2011, and (c) the final 25% of the reported units (plus related dividend units) will be settled and payable on our about March 1, 2012. The 2010 payment will be all in cash, while each of the 2011 and 2012 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.

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.