

ALBANY INTERNATIONAL CORP /DE/
 Form 4
 November 13, 2008

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 *
 STANDISH CHRISTINE L

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)
 11/11/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (D) Price | | | |
| Class A Common Stock | | | | | 6,595 | D | |
| Class A Common Stock | | | | | 306 | I | by ESOP |
| Class A Common Stock | | | | | 818 | I | By spouse's ESOP ⁽¹⁾ |
| Class A | 11/11/2008 | | M | 63 A ⁽²⁾ | 63 ⁽²⁾ | I ⁽²⁾ | Granted to |

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| | | | | | | | | |
|-------------------------------------|------------|---|-----|---|------------|--------------------|------------------|---------------------------------------|
| Common Stock ⁽²⁾ | | | | | | | | spouse of reporting person |
| Class A Common Stock ⁽²⁾ | 11/11/2008 | D | 63 | D | \$ 17.47 | 0 | I ⁽²⁾ | Granted to spouse of reporting person |
| Class A Common Stock ⁽²⁾ | 11/11/2008 | M | 104 | A | <u>(2)</u> | 104 ⁽²⁾ | I ⁽²⁾ | Granted to spouse of reporting person |
| Class A Common Stock ⁽²⁾ | 11/11/2008 | D | 104 | D | \$ 17.47 | 0 | I ⁽²⁾ | Granted to spouse of reporting person |
| Class A Common Stock ⁽²⁾ | 11/11/2008 | M | 103 | A | <u>(2)</u> | 103 ⁽²⁾ | I ⁽²⁾ | Granted to spouse of reporting person |
| Class A Common Stock ⁽²⁾ | 11/11/2008 | D | 103 | D | \$ 17.47 | 0 | I ⁽²⁾ | Granted to spouse of reporting person |
| Class A Common Stock ⁽²⁾ | 11/11/2008 | M | 102 | A | <u>(2)</u> | 102 ⁽²⁾ | I ⁽²⁾ | Granted to spouse of reporting person |
| Class A Common Stock ⁽²⁾ | 11/11/2008 | D | 102 | D | \$ 17.47 | 0 | I ⁽²⁾ | Granted to spouse of reporting person |

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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|

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of (D)
(Instr. 3, 4,
and 5)

| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount of Number of Shares |
|----------------------------|-----|------------|--|------|---|-----|------------|-------------------|-----------------|----------------------|----------------------------|
| Class B Common Stock | (3) | | | | | | | (3) | (3) | Class A Common Stock | 1,704 |
| Class B Common Stock | (3) | | | | | | | (3) | (3) | Class A Common Stock | 120,000 |
| Class B Common Stock | (3) | | | | | | | (3) | (3) | Class A Common Stock | 10,700 |
| Class B Common Stock | (3) | | | | | | | (3) | (3) | Class A Common Stock | 151,318 |
| Restricted Stock Units (7) | (7) | 11/11/2008 | | M | | | 63 (8) | 11/11/2005(7)(9) | (7)(9) | Class A Common Stock | 125 (8) |
| Restricted Stock Units (7) | (7) | 11/11/2008 | | M | | | 104 (8) | 11/11/2006(7)(10) | (7)(10) | Class A Common Stock | 312 (8) |
| Restricted Stock Units (7) | (7) | 11/11/2008 | | M | | | 103 (8) | 11/11/2007(7)(11) | (7)(11) | Class A Common Stock | 411 (8) |
| Restricted Stock Units (7) | (7) | 11/11/2008 | | M | | | 102 (8) | 11/11/2008(7)(12) | (7)(12) | Class A Common Stock | 508 (8) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| STANDISH CHRISTINE L C/O ALBANY INTERNATIONAL CORP. P.O. BOX 1907 ALBANY, NY 12201-1907 | X | | | |

Signatures

Kathleen M. Tyrrell,
Attorney-in-Fact

11/13/2008

__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) Owned by Christopher Wilk, husband of reporting person. Ms. Standish disclaims beneficial ownership of these shares.

Deemed acquisition and disposition to the issuer of shares of stock underlying Restricted Stock Units granted to Christopher Wilk,

(2) husband of reporting person, upon automatic vesting and cash settlement of such Units (see footnote 7). No shares were actually issued to the reporting person, nor did the reporting person dispose of any shares.

(3) Convertible, on a share-for-share basis, into shares of the Company's Class A Common Stock.

(4) Held by the Christine L. Standish Delta Trust. Ms. Standish disclaims beneficial ownership of such shares.

(5) Held by the Christine L. Standish Gift Trust. Ms. Standish disclaims beneficial ownership of such shares.

(6) Held by Standish Delta Trust, a trust of which Ms. Standish is a beneficiary and as to which she shares voting and investment power.

Restricted Stock Units granted to Christopher Wilk, husband of reporting person, pursuant to the Albany International Corp. 2003

(7) 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. Ms. Standish disclaims beneficial ownership of such stock units.

(8) Includes dividend units accrued on Restricted Stock Units on January 8, 2008, April 7, 2008, July 8, 2008 and October 7, 2008.

(9) 60 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2005.

(10) 100 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2006.

(11) 100 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2007.

(12) 100 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2008.

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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