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ALBANY INTERNATIONAL CORP /DE/

Form 4

November 12, 2014

November 1												
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL				
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287		
Check th			, , ,	Jg. 01.,	, 2.0.20				Expires:	January 31,		
if no lon subject t		EMENT O	F CHAN	GES IN	BENEF	ICIA	L OW	NERSHIP OF	. 2005			
	Section 16. SECURITIES								Estimated average burden hours per			
	Form 4 or								response 0.5			
Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section												
may con	tinue.			•	_		ć.		Π			
See Instruction 30(h) of the Investment Company Act of 1940 1(b).												
(Print or Type	Responses)											
	Address of Reportin	ng Person *	2. Issue	r Name and	l Ticker or	Tradi	ng	5. Relationship of Reporting Person(s) to Issuer				
Pawlick Da	vid M		Symbol	** * * * * * * * * * * * * * * * * * * *								
				Y INTE DE/ [AIN		ONAI	_	(Check all applicable)				
(Last)	(Last) (First) (Middle)			f Earliest Ti	ransaction			Director 10% Owner				
C/O ALDA	NY INTERNA	TIONAI		Day/Year)				X Officer (give title Other (specify below)				
	6 AIRPORT DR		11/11/2	014				Vice Pre	esident- Contro	ller		
COIG ., 210	(Street)		4 If Ama	endment, Da	oto Origina	.1		6 Individual or Ia	sint/Croup Eilis	ng(Chaolr		
		nth/Day/Year	_	u		6. Individual or Joint/Group Filing(Check Applicable Line)						
	11100(1110	, 2 uj / 1 ou	.)			_X_ Form filed by One Reporting Person						
ROCHEST	ER, NH 03867							Form filed by M Person	Iore than One Re	eporting		
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secur	rities Acq	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of	2. Transaction Da		1						6. Ownership			
Security (Instr. 3)	(Month/Day/Yea	n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)					Securities Beneficially	Form: Direct (D) or	Indirect Beneficial			
(msu: 3)							Owned	Ownership				
								Following (Instr. 4) (Instr. 4)				
						(A)		Reported Transaction(s)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Class A						` '						
Common								963	I	By 401(k)		
Stock												
Class A												
Common								2,314	D			
Stock												
Class A								(1)	- (1)			
Common 11/11/2014			M	334	A	\$ 0 (1)	334 (1)	D (1)				
Stock (1)												
Class A	11/11/2014			D	334	D	\$	0	D (1)			

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Common Stock (1)					34.87	
Class A Common Stock (1)	11/11/2014	M	370	A	\$ 0 (1) 370 (1)	D (1)
Class A Common Stock (1)	11/11/2014	D	370	D	\$ 34.87 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 SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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)	Derionof Secu Acqu (A) of Disp of (E	ivative urities uired or bosed D) tr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securit (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Employee Stock Option (2)	\$ 20.45						(3)	11/06/2021	Class A Common	1,0
Employee Stock Option (2)	\$ 20.63						<u>(3)</u>	11/07/2022	Class A Common	1,0
Restricted Stock Units (4)	<u>(4)</u>	11/11/2014		M		334	11/11/2010(4)(5)	(4)(5)	Class A Common Stock	334
Restricted Stock Units (4)	<u>(4)</u>	11/11/2014		M		370	11/11/2011(4)(7)	(4)(7)	Class A Common Stock	740
Phantom Stock Units (8)	(8)						03/01/2013(8)(9)	(8)(9)	Class A Common Stock	1,4

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Phantom Class A Stock (10) 03/01/2014 (10)(11) (10)(11) Common Units (10) Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Pawlick David M C/O ALBANY INTERNATIONAL CORP. 216 AIRPORT DRIVE ROCHESTER, NH 03867

Vice President- Controller

Signatures

Kathleen M. Tyrrell,

Attorney-in-Fact 11/12/2014

**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 Restricted Stock Units upon automatic vesting and cash settlement of such Units (see footnote 4). No shares were actually issued to the reporting person, nor did the reporting person dispose of any shares.
- (2) Option granted pursuant to Company's 1998 Stock Option Plan as incentive to remain in employ of Company.
- (3) Fully exercisable.
 - 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
- 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.
- (5) 300 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2010.
- (6) Includes dividend units accrued on Restricted Stock Units on April 7, July 8 and October 7, 2014.
- (7) 340 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2011.
 - Phantom Stock Units granted on February 14, 2013 pursuant to the Albany International Corp. 2011 Performance Phantom Stock Plan
- (8) (the "Phantom Stock Plan"). Each Phantom Stock Unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock at the time of vesting.
- (9) 475 Phantom Stock Units will be settled and payable each year on or about March 1, beginning March 1, 2013.
- (10) Phantom Stock Units granted on February 28, 2014 pursuant to the Phantom Stock Plan. Each Phantom Stock Unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock at the time of vesting.
- (11) 366 Phantom Stock Units will be settled and payable each year on or about March 1, beginning March 1, 2014.

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.

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