

STANDISH JOHN C  
Form 4  
July 28, 2005

**FORM 4**

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

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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STANDISH JOHN C

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)  
07/27/2005

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Senior Vice President

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 | (A) or (D) | Price |                                                                                               |                                                          |                                                       |
| Class A Common Stock            |                                      |                                                    |                                |                                                                   |        |            |       | 1,381                                                                                         | I                                                        | By ESOP                                               |
| Class A Common Stock            |                                      |                                                    |                                |                                                                   |        |            |       | 11                                                                                            | I                                                        | Held by spouse. <u>(1)</u>                            |
| Class A Common Stock            | 07/27/2005                           |                                                    | M                              |                                                                   | 9,000  | A          | \$ 15 | 9,000                                                                                         | D                                                        |                                                       |
| Class A                         | 07/27/2005                           |                                                    | S                              |                                                                   | 9,000  | D          | \$    | 0                                                                                             | D                                                        |                                                       |

Edgar Filing: STANDISH JOHN C - Form 4

Common  
Stock

34.6671

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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                       | Date Exercisable<br>Expiration Date                            | Title<br>Amount<br>Number<br>Shares                              |
| Class B<br>Common<br>Stock                          | (2)                                                                |                                         |                                                             |                                      |                                                                                                                 | (2) (2)                                                        | Class A<br>Common 1,70                                           |
| Class B<br>Common<br>Stock                          | (2)                                                                |                                         |                                                             |                                      |                                                                                                                 | (2) (2)                                                        | Class A<br>Common 120,0                                          |
| Class B<br>Common<br>Stock                          | (2)                                                                |                                         |                                                             |                                      |                                                                                                                 | (2) (2)                                                        | Class A<br>Common 10,7                                           |
| Class B<br>Common<br>Stock                          | (2)                                                                |                                         |                                                             |                                      |                                                                                                                 | (2) (2)                                                        | Class A<br>Common 151,3                                          |
| Employee<br>Stock<br>Option                         | \$ 15                                                              | 07/27/2005                              |                                                             | M                                    | 9,000                                                                                                           | 02/09/1994 <sup>(7)</sup> 05/01/2008                           | Class A<br>Common 9,00                                           |
| Employee<br>Stock<br>Option <sup>(8)</sup>          | \$ 22.25                                                           |                                         |                                                             |                                      |                                                                                                                 | 05/18/1996 <sup>(7)</sup> 05/18/2015                           | Class A<br>Common 1,00                                           |
|                                                     | \$ 22.25                                                           |                                         |                                                             |                                      |                                                                                                                 | 05/14/1997 <sup>(7)</sup> 05/14/2016                           | 1,00                                                             |

|                                              |             |                            |                 |                            |      |
|----------------------------------------------|-------------|----------------------------|-----------------|----------------------------|------|
| Employee<br>Stock<br>Option <sup>(8)</sup>   |             |                            |                 | Class A<br>Common          |      |
| Employee<br>Stock<br>Option <sup>(9)</sup>   | \$ 19.375   | 11/04/1999 <sup>(7)</sup>  | 11/04/2018      | Class A<br>Common          | 30   |
| Employee<br>Stock<br>Option <sup>(9)</sup>   | \$ 15.6875  | 11/09/2000 <sup>(7)</sup>  | 11/09/2019      | Class A<br>Common          | 60   |
| Employee<br>Stock<br>Option <sup>(9)</sup>   | \$ 10.5625  | 11/15/2001 <sup>(10)</sup> | 11/15/2020      | Class A<br>Common          | 72   |
| Employee<br>Stock<br>Option <sup>(9)</sup>   | \$ 20.45    | 11/06/2002 <sup>(11)</sup> | 11/06/2021      | Class A<br>Common          | 2,00 |
| Employee<br>Stock<br>Option <sup>(9)</sup>   | \$ 20.63    | 11/07/2003 <sup>(12)</sup> | 11/07/2022      | Class A<br>Common          | 2,00 |
| Restricted<br>Stock<br>Units <sup>(13)</sup> | <u>(13)</u> | <u>(13)(14)</u>            | <u>(13)(14)</u> | Class A<br>Common<br>Stock | 488  |
| Restricted<br>Stock<br>Units <sup>(13)</sup> | <u>(13)</u> | <u>(13)(16)</u>            | <u>(13)(16)</u> | Class A<br>Common<br>Stock | 806  |

## Reporting Owners

| Reporting Owner Name / Address                                                              | Relationships |           |                       |       |
|---------------------------------------------------------------------------------------------|---------------|-----------|-----------------------|-------|
|                                                                                             | Director      | 10% Owner | Officer               | Other |
| STANDISH JOHN C<br>C/O ALBANY INTERNATIONAL CORP.<br>P.O. BOX 1907<br>ALBANY, NY 12201-1907 | X             |           | Senior Vice President |       |

## Signatures

John C. Standish                      07/28/2005

<sup>\*\*</sup>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) Held by spouse. Mr. Standish disclaims beneficial ownership.
- (2) Convertible on a share-for-share basis, into shares of the Company's Class A Common Stock.

## Edgar Filing: STANDISH JOHN C - Form 4

- (3) Includes 1,000 shares held by Mr. Standish as custodian for his minor son.
- (4) Held by the John C. Standish Delta Trust, a trust for the beneficiaries of which include Mr. Standish's children. Mr. Standish disclaims investment control with respect to, and beneficial ownership of, these shares.
- (5) Held by the John C. Standish Gift Trust. Mr. Standish disclaims investment control with respect to, and beneficial ownership of, these shares.
- (6) Held by Standish Delta Trust, a trust of which Mr. Standish is a beneficiary and as to which he shares voting and investment power.
- (7) Fully exercisable.
- (8) Option granted pursuant to Company's 1992 Stock Option Plan as incentive to remain in employ of Company.
- (9) Option granted pursuant to Company's 1998 Stock Option Plan as incentive to remain in employ of Company.
- (10) Become exercisable as to 240 shares on each November 15, beginning November 15, 2001.
- (11) Become exercisable as to 400 shares on each November 6, beginning November 6, 2002.
- (12) Become exercisable as to 400 shares on each November 7, beginning November 7, 2003.
- (13) 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.
- (14) 120 Restricted Stock Units (plus related dividend units) vest on each November 13, beginning November 13, 2004.
- (15) Includes dividend units accrued on Restricted Stock Units on January 5, 2005, April 5, 2005 and July 8, 2005.
- (16) 160 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2005.

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.