Edgar Filing: FARMER PHILLIP W - Form 4

FARMER P Form 4 April 28, 20								
FORM	14 UNITED	STATES S		AND EXCHANGH , D.C. 20549	E COMMISSION	-	PPROVAL 3235-0287	
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 Secti 30(h) of the Investment Company Act of 1940						January 3 200 Estimated average burden hours per response 0		
(Print or Type	Responses)							
1. Name and A FARMER I	Address of Reporting PHILLIP W	S	ymbol	d Ticker or Trading ERIALS CO [VM0	5. Relationship of Issuer			
(Last) (First) (Middle) 1200 URBAN CENTER DRIVE			. Date of Earliest T Month/Day/Year) 4/26/2005	ransaction	(Check all applicable) <u>X</u> Director <u>Officer (give title</u> below) below)			
(Street) BIRMINGHAM, AL 35242			. If Amendment, D iled(Month/Day/Yea	-	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting 			
(City)	(State)	(Zip)	Table I - Non-l	Derivative Securities A	Person	f or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	3. ate, if Transactio Code	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	5. Amount of Securities I Beneficially (Owned (Following (Reported Transaction(s) (Instr. 3 and 4)	5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect	
Reminder: Rep	port on a separate line	e for each class	s of securities bene	information con required to resp	or indirectly. spond to the collec tained in this form ond unless the for ently valid OMB cor	are not m	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative Security	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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	Derivative Security		or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Phantom Stock (Deferred Compensation)	\$ 0 <u>(1)</u>	04/26/2005	A <u>(2)</u>		26.938		(3)	(3)	Common Stock	26.93

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
FARMER PHILLIP W 1200 URBAN CENTER DRIVE BIRMINGHAM, AL 35242	Х					
Signatures						
By: Amy M. Tucker, Attorney-in-Fact		04/28/2005				
**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).

(1) Convertible on a 1-for-1 basis.

(2) Director's fees credited to the reporting person's account in accordance with the Vulcan Materials Company Directors' Deferred Compensation Plan.

(3) The units are to be settled in Vulcan common stock commencing at the retirement of the reporting person.

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 05/11/1995(3)05/11/2014 Class A a currently valid OMB number. 2,000 D Employee Stock Option (2) \$ 18.75 Common 1,000 3,000 D Employee Stock Option $\frac{(2)}{2}$ \$ 22.25 05/18/1996(3)05/18/2015 Class A Common 1,500 4,500 D Employee Stock Option (2) \$ 22.25 05/14/1997(3)05/14/2016 Class A Common 2,000 6,500 04/15/1998⁽³⁾04/15/2017 Class A Common 2,000 8,500 D Employee D Employee Stock Option (2) \$ 19.75 Stock Option (2) \$ 19.375 11/04/1999(3)11/04/2018 Class A Common 2,000 10,500 D Employee Stock Option (4) \$ 15.6875 11/09/2000⁽³⁾11/09/2019 Class A Common 3,000 13,500 D Employee Stock Option ⁽⁴⁾ \$ 10.5625 11/15/2001⁽⁵⁾11/15/2020 Class A Common 2,100 15,600 D Employee Stock Option ⁽⁴⁾ \$ 20.45 11/06/2002(6)11/06/2021 Class A Common 3,000 18,600 D Employee Stock Option (4) \$ 20.63 11/07/2003⁽⁷⁾11/07/2022 Class A Common 3.000 21,600 D Restricted Stock Units ⁽⁸⁾ (8)11/13/2004 M 202 (8)(10) (8)(10) Class A Common (8)(9) (8)(9) Class A Common Stock 202 (8) 807 D Restricted Stock Units (8) (8)Stock 1,500 1,500 D

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
MICHAELS DAVID C C/O ALBANY INTERNATIONAL CORP. P.O. BOX 1907 ALBANY, NY 12201-1907			Vice President- Treasury & Tax			
Signatures						
Kathleen M. Tyrrell, Attorney-in-fact	11/15/2004					
**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) Deemed acquisition and disposition to the issuer of shares of stock underlying Restriced Stock Units. No shares were actually issued or disposed.
- (2) Options granted pursuant to Company's 1992 Stock Option Plan as incentive to remain in employ of Company.
- (3) Fully exercisable.
- (4) Options granted pursuant to Company's 1998 Stock Option Plan as incentive to remain in employ of Company.
- (5) Become exercisable as to 420 shares on each November 15, beginning November 15, 2001.
- (6) Become exercisable as to 600 shares on each November 6, beginning November 6, 2002.
- (7) Become exercisable as to 600 shares on each November 7, beginning November 7, 2003.

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

- (8) Plan⁽³⁾. Each Restricted Stock Unit entities 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.
- (9) 200 Restricted Stock Units (plus related dividend units) vest on each November 13, beginning November 13, 2004.
- (10) 300 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2005.

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