

STANDISH JOHN C
Form 4
August 29, 2012

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

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/29/2012

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

ALBANY, NY 12201-1907

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

(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						I	By ESOP
Class A Common Stock					11	I	Held by spouse. ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount
Class B Common Stock	(2)	08/29/2012		S	1,000 (3)	(2) (2)	Class A Common 1,
Class B Common Stock	(2)					(2) (2)	Class A Common 120
Class B Common Stock	(2)					(2) (2)	Class A Common 10
Class B Common Stock	(2)					(2) (2)	Class A Common 151
Class B Common Stock	(2)	06/29/2012		G	V 120,000	(2) (2)	Class A Common Stock 120
Employee Stock Option (8)	\$ 22.25					(9) 01/31/2013	Class A Common 1,
Employee Stock Option (8)	\$ 22.25					(9) 01/31/2013	Class A Common 1,
Employee Stock Option (10)	\$ 19.375					(9) 01/31/2013	Class A Common 3
Employee Stock	\$ 15.6875					(9) 01/31/2013	Class A Common 6

Option ⁽¹⁰⁾

Employee

Stock \$ 10.5625

(9)

01/31/2013

Class A
CommonOption ⁽¹⁰⁾

Employee

Stock \$ 20.45

(9)

01/31/2013

Class A
CommonOption ⁽¹⁰⁾

Employee

Stock \$ 20.63

(9)

01/31/2013

Class A
CommonOption ⁽¹⁰⁾

Reporting Owners

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

Signatures

Kathleen M. Tyrrell,
Attorney-in-Fact

08/29/2012

__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.
- (3) Sold in a private sale to J.S. Standish Co.
- (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 has voting and investment power.
- (7) Held by Christine L. Standish Delta Trust, a trust for which the beneficiaries include the children of Christine L. Standish, sister of Mr. Standish. Mr. Standish disclaims beneficial ownership of such shares.
- (8) Option granted pursuant to Company's 1992 Stock Option Plan as incentive to remain in employ of Company.
- (9) Fully exercisable.
- (10) Option granted pursuant to Company's 1998 Stock Option Plan as incentive to remain in employ of Company.

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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