

ALBANY INTERNATIONAL CORP /DE/

Form 4/A

March 02, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
Gaug Joseph M2. 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., 216 AIRPORT DRIVE3. Date of Earliest Transaction
(Month/Day/Year)
02/27/2015____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
Assistant Secretary

(Street)

ROCHESTER, NH 03867

4. If Amendment, Date Original
Filed(Month/Day/Year)
03/02/20156. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Class A Common Stock				(A) or (D) Price	2,150	I	by 401(k)

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)**

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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 Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units <u>(1)</u>	<u>(1)</u>							11/11/2011 <u>(1)(2)</u>	<u>(1)(2)</u>	Class A Common Stock	218
Phantom Stock Units <u>(3)</u>	<u>(3)</u>							03/01/2013 <u>(3)(4)</u>	<u>(3)(4)</u>	Class A Common Stock	1,289
Phantom Stock Units <u>(5)</u>	<u>(5)</u>							03/01/2014 <u>(5)(6)</u>	<u>(5)(6)</u>	Class A Common Stock	1,324
Phantom Stock Units <u>(7)</u>	<u>(7)</u>	02/27/2015		A		1,206		03/01/2015 <u>(7)</u>	<u>(7)(8)</u>	Class A Common Stock	1,206

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Gaug Joseph M C/O ALBANY INTERNATIONAL CORP. 216 AIRPORT DRIVE ROCHESTER, NH 03867	Assistant Secretary

Signatures

Kathleen M. Tyrrell,
Attorney-in-Fact
03/02/2015

**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) 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.

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- (2) 200 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
- (3) (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.
- (4) 429 Phantom Stock Units will be settled and payable each year on or about March 1, beginning March 1, 2013.
- (5) Phantom Stock Units granted on February 28, 2014 pursuant to the 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.
- (6) 331 Phantom Stock Units will be settled and payable each year on or about March 1, beginning March 1, 2014.
- Phantom Stock Units granted on February 27, 2015 pursuant to the the Phantom Stock Plan. Each Phantom Stock Unit entitles the holder
- (7) to receive the cash equivalent of one share of Class A Common Stock at the time of vesting. (This report amends the amount previously reported in this line item.)
- (8) 241 Phantom Stock Units will be settled and payable each year on or about March 1, beginning March 1, 2015.

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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