

Hansen Robert Alan  
 Form 4  
 March 04, 2019

**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 \*  
 Hansen Robert Alan

2. Issuer Name and Ticker or Trading Symbol  
 ALBANY INTERNATIONAL  
 CORP /DE/ [AIN]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Senior Vice President & CTO

(Last) (First) (Middle)

C/O ALBANY INTERNATIONAL  
 CORP., 216 AIRPORT DRIVE,  
 UNIT 1

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 03/01/2019

(Street)  
 ROCHESTER, NH 03867

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)<br>Code V Amount (D) Price                             |   |  |                                   |
| Class A Common Stock                |                                      |  |                                |   | 4,753   | I  | By 401(k)                         |
| Class A Common Stock                |                                      |  |                                |   | 13,404  | D  |                                   |
| Class A Common Stock <sup>(1)</sup> | 03/01/2019                           |  | M                              | 1,687 A   | \$ 0 <sup>(1)</sup> 1,687 <sup>(1)</sup>  | D <sup>(1)</sup>   |                                   |

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|   |            |  |   |       |   |                     |                    |                  |
|---|------------|--|---|-------|---|---------------------|--------------------|------------------|
| Class A<br>Common<br>Stock <sup>(1)</sup> | 03/01/2019 |  | D | 1,687 | D | \$<br>69.56         | 0                  | D <sup>(1)</sup> |
| Class A<br>Common<br>Stock <sup>(1)</sup> | 03/01/2019 |  | M | 883   | A | \$ 0 <sup>(1)</sup> | 883 <sup>(1)</sup> | D <sup>(1)</sup> |
| Class A<br>Common<br>Stock <sup>(1)</sup> | 03/01/2019 |  | D | 883   | D | \$<br>69.56         | 0                  | D <sup>(1)</sup> |
| Class A<br>Common<br>Stock <sup>(1)</sup> | 03/01/2019 |  | M | 917   | A | \$ 0 <sup>(1)</sup> | 917 <sup>(1)</sup> | D <sup>(1)</sup> |
| Class A<br>Common<br>Stock <sup>(1)</sup> | 03/01/2019 |  | D | 917   | D | \$<br>69.56         | 0                  | D <sup>(1)</sup> |

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

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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.<br>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.<br>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 Expiration<br>Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of<br>Shares |    |
|---|---|---|---|---|---|--|--|---|----|
|   |   |   |   | Code                                    | V (A) (D)   | Date Exercisable   | Expiration<br>Date   | Title                                     |    |
| Employee<br>Stock<br>Option <sup>(2)</sup>          | \$ 15.6875  |   |   |   |   | <sup>(3)</sup>   | 11/09/2019   | Class A<br>Common<br>Stock                | 20 |
| Employee<br>Stock<br>Option <sup>(2)</sup>          | \$ 10.5625  |   |   |   |   | <sup>(3)</sup>   | 11/15/2020   | Class A<br>Common<br>Stock                | 45 |
| Employee<br>Stock<br>Option <sup>(2)</sup>          | \$ 20.45  |   |   |   |   | <sup>(3)</sup>   | 11/06/2021   | Class A<br>Common<br>Stock                | 60 |

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|                                      |            |            |   |            |                              |               |  |  |  |                      |     |
|--------------------------------------|------------|------------|---|------------|------------------------------|---------------|--|--|--|----------------------|-----|
| Employee Stock Option <sup>(2)</sup> | \$ 20.63   |            |   |            |                              |               |  |  |  | Class A Common Stock | 1,0 |
|                                      |            |            |   | <u>(3)</u> | 11/07/2022                   |               |  |  |  |                      |     |
| Phantom Stock Units <sup>(4)</sup>   | <u>(4)</u> | 03/01/2019 | M | 1,687      | 03/01/2017 <sup>(4)(5)</sup> | <u>(4)(5)</u> |  |  |  | Class A Common Stock | 5,0 |
| Phantom Stock Units <sup>(6)</sup>   | <u>(6)</u> | 03/01/2019 | M | 883        | 03/01/2018 <sup>(6)(7)</sup> | <u>(6)(7)</u> |  |  |  | Class A Common Stock | 3,5 |
| Phantom Stock Units <sup>(8)</sup>   | <u>(8)</u> | 03/01/2019 | M | 917        | 03/01/2019 <sup>(8)(9)</sup> | <u>(8)(9)</u> |  |  |  | Class A Common Stock | 4,5 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                             |       |
|--|---------------|-----------|-----------------------------|-------|
|  | Director      | 10% Owner | Officer                     | Other |
| Hansen Robert Alan<br>C/O ALBANY INTERNATIONAL CORP.<br>216 AIRPORT DRIVE, UNIT 1<br>ROCHESTER, NH 03867 |               |           | Senior Vice President & CTO |       |

## Signatures

Kathleen M. Tyrrell,  
 Attorney-in-Fact 03/04/2019  
\_\_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 Phantom Stock Units upon automatic vesting and cash settlement of such units (see footnotes 4, 6 and 8). No shares were actually issued to the reporting person, nor did the reporting person dispose of any shares.
- (2) Options granted pursuant to the Company's 1998 Stock Option Plan as incentive to remain in employ of the Company.
- (3) Fully exercisable.
- (4) Phantom Stock Units granted on February 23, 2017 pursuant to the Albany International Corp. 2011 Performance Phantom Stock Unit Plan (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.
- (5) 1,687 Phantom Stock Units will be settled and payable each year on or about March 1, beginning March 1, 2017.
- (6) Phantom Stock Units granted on February 22, 2018 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.
- (7) 883 Phantom Stock Units will be settled and payable each year on or about March 1, beginning March 1, 2018.
- (8) Phantom Stock Units granted on February 21, 2019 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.
- (9) 917 Phantom Stock Units will be settled and payable each year on or about March 1, beginning March 1, 2019.

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