## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPROVAL										
	OMB Number:	3235-0287									
	Estimated average burd	en									
	hours per response:	0.5									

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	nd Address of N MICHI	AI	2. Issuer Name and Ticker or Trading Symbol ALBANY INTERNATIONAL CORP /DE/											Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director     10% Owner						
-		,   L A	[ AIN ]										X Officer (give title below)			Other (s	specify			
(Last) (First) (Middle) C/O ALBANY INTERNATIONAL CORP. P.O. BOX 1907						Date of 13/2	of Earlies	t Trar	nsaction	(Mont	th/D	ay/Year)		Group Vice President - Europe						
							ndment,	Date	of Origi	nal Fil	ed (	Month/Da		6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) ALBANY NY 12201				,											X Form filed by One Reporting Person  Form filed by More than One Reporting Person					
(City) (State) (Zip)																				
		Tab	le I - Non	-Deriv	ative	Se	curitie	s A	cquire	d, D	isp	osed o	f, or B	ene	iciall	y Owned				
Date							2A. Deemed Execution Date, if any (Month/Day/Year)		Co	ransaction Code (Inst			ities Acquired (A d Of (D) (Instr. 3,			5. Amour Securitie Beneficia Owned F	s ally ollowing	6. Ownership Form: Direct (D) or Indirec (I) (Instr. 4)	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership
									Со	de V	,	Amount	(A) (D)	or	Price	Reported Transact (Instr. 3 a	ion(s)			(Instr. 4)
Class A Common Stock																202		D		
Class A Common Stock																919			I	by ESOP
		•	Γable II - I									sed of, onvertil				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Di if any (Month/Day/	Date,	ransaction Code (Instr. )		ı of l		6. Date Exercisable ar Expiration Date (Month/Day/Year)				1		urity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Ownersi Form: Direct (I or Indire (I) (Instr.	Ownership	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	Date Exercisable		Expiration Date	Title	or Nu of	nount mber ares					
Employee Stock Option <sup>(1)</sup>	\$19.375								11/04/1	999 <sup>(2)</sup>	11	/04/2018	Class A Commo		,000		15,000	)	D	
Employee Stock Option <sup>(3)</sup>	\$15.6875								11/09/2	000 <sup>(4)</sup>	11	/09/2019	Class A		,000		30,000	)	D	
Employee Stock Option <sup>(3)</sup>	\$10.5625								11/15/2	001 <sup>(5)</sup>	11	/15/2020	Class A Commo		,000,		40,000	)	D	
Employee Stock Option <sup>(3)</sup>	\$20.45								11/06/2	002 <sup>(6)</sup>	11	/06/2021	Class A Commo		,000,		60,000	)	D	
Employee Stock Option <sup>(3)</sup>	\$20.63								11/07/2	003 <sup>(7)</sup>	11	/07/2022	Class A Commo		,000,		80,000	)	D	
Restricted Stock	(9)	11/13/2003			A		7,500		(9)	)		(9)	Class A Commo	n 7	,500	(8)	7,500		D	

## **Explanation of Responses:**

- 1. Option granted pursuant to Company's 1992 Stock Option Plan as incentive to remain in employ of Company.
- 2. Fully exercisable.
- 3. Option granted pursuant to Company's 1998 Stock Option Plan as incentive to remain in employ of Company.
- 4. Become exercisable as to 3,000 shares on each November 9, beginning November 9, 2000.
- 5. Become exercisable as to 2,000 shares on each November 15, beginning November 15, 2001.
- 6. Become exercisable as to 4,000 shares on each November 6, beginning November 6, 2002.
- 7. Become exercisable as to 4,000 shares on each November 7, beginning November 7, 2003.
- 8. Restricted Stock Units granted pursuant to the Albany International Corp. 2003 Restricted Stock Unit Plan (the "Restricted Stock Unit Plan").
- 9. 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. 1500 Restricted Stock Units vest on each November 13, beginning November 13, 2004

## Remarks:

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

The undersigned, as an officer and/or director of Albany International Corp., a Delaware corporation ("the Company"), hereby authorizes THOMAS H. HAGOORT, CHARLES J. SILVA, JR. AND KATHLEEN M. TYRRELL, and each of them with full power to act without the others, to sign and file, or cause to be filed, on behalf of the undersigned, any forms and other documents, including without limitation Forms 3 and 4 or any other forms hereafter substitute therefor, required or permitted to be filed by the undersigned pursuant to Section 16(a) of the Securities Exchange Act of 1934, as amended, or rules or regulations promulgated thereunder.

The authorization of a person named above shall automatically terminate at such time as such person ceases to be an employee of the Company. The undersigned may terminate the authorization of any such person at any time by delivering written notice of termination to the Company.

Date: November 24, 1997
/s/ Michel J. Bacon