SEC Form 4	
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Restricted Stock Units⁽⁷⁾

Restricted Stock Units⁽⁷⁾ (7)

(7)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

						or Sec	ction 3	D(h) of the	e Investm	ent C	ompany Act	of 1940							
1. Name and Address of Reporting Person* <u>NAHL MICHAEL C</u>						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 Other (specify					
(Last) (First) (Middle) C/O ALBANY INTERNATIONAL CORP. P.O. BOX 1907						3. Date of Earliest Transaction (Month/Day/Year) 08/02/2005								X below) below) Executive Vice President & CFO					
(Street)					_ 4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
ALBANY NY 12201-1907				_									X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City) (State) (Zip)																			
		Та	ble I - No	on-De	rivati	ve S	ecur	ities A	cquired	l, Di	sposed o	f, or Be	neficia	lly O	wned				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						ay/Year) Execu		emed ion Date, /Day/Year	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4			5)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) or (D)	Price		Transacti (Instr. 3 a	ion(s)			
Class A G	Common St	ock										_	<u> </u>		1,4	410		Ι	by ESOP
Class A C	Common St	ock											<u> </u>	$ \rightarrow$	2,3	2,302		D	
Class A Common Stock 08/02/2									M		50,000	A	\$15			52,302		D	
Class A Common Stock 08/02/2											50,000	D	\$35.6				D		
			Table II								oosed of, convertil				ned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date,	4. Transaction Code (Instr. 8)		ı∣of l		6. Date Exercisal: Expiration Date (Month/Day/Year)		e	and 7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		Derivative Security				10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisal	ole	Expiration Date	Title	Amount or Number of Share	r					
Class B Common Stock	(1)								(1)		(1)	Class A Common	1,050)		1,050	D	D	
Employee Stock Option ⁽²⁾	\$15.5	08/02/2005			М			50,000	05/04/198	9 ⁽³⁾	05/04/2008	Class A Common	200,00	00	(2)	150,00	00	D	
Employee Stock Option ⁽⁴⁾	\$15								02/09/199	4 ⁽³⁾	02/09/2013	Class A Common	25,00	0		175,000		D	
Employee Stock Option ⁽⁴⁾	\$16.25								05/28/199	4 ⁽³⁾	05/28/2013	Class A Common	25,00	0		200,000		D	
Employee Stock Option ⁽⁴⁾	\$18.75								05/11/199	5 ⁽³⁾	05/11/2014	Class A Common	25,00	0		225,00	00	D	
Employee Stock Option ⁽⁴⁾	\$22.25								05/18/199	6 ⁽³⁾	05/18/2015	Class A Common	25,00	0		250,00	00	D	
Employee Stock Option ⁽⁴⁾	\$22.25								05/14/199	7 ⁽³⁾	05/14/2016	Class A Common	25,00	0		275,00	DO	D	
Employee Stock Option ⁽⁴⁾	\$19.75								04/15/199	8 ⁽³⁾	04/15/2017	Class A Common	25,00	0		300,00	00	D	
Employee Stock Option ⁽⁵⁾	\$25.5625								(6)		11/05/2017	Class A Common	250,00	00		550,00	00	D	

(7)(8)

(7)(10)

Class A

Common Stock

Class A Common Stock 7,626⁽⁹⁾

7,556(9)

(7)(8)

(7)(10)

7,626⁽⁹⁾

7,556⁽⁹⁾

D

D

Explanation of Responses:

1. Convertible, on a share-for-share basis, into Class A Common Stock.

2. Option granted pursuant to Company's 1988 Stock Option Plan as incentive to remain in employ of Company.

3. Fully exercisable.

4. Option granted pursuant to Company's 1992 Stock Option Plan as incentive to remain in employ of Company.

5. Option granted in an exempt transaction as incentive to remain in employ of Company.

6. The option is not exercisable unless the market price of Class A Common Stock reaches \$48 per share while the optionee is employed by the Company or a subsidiary. When the target price is achieved, the option becomes exercisable as to a number of shares determined by multiplying 25,000 times the number of full years that have elapsed since the grant date. Thereafter, the option becomes exercisable as to an additional 25,000 shares on each anniversary of the grant date while the optionee remains an employee. In the event of termination of the optionee's employment, the option terminates as to all shares as to which it is not then exercisable, immediately prior to such termination, as to one-half of the shares as to which it is not then exercisable.

7. 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.

8. 1,500 Restricted Stock Units (plus related dividend units) vest on each November 13, beginning November 13, 2004.

9. Includes dividend units accrued on Restricted Stock Units on January 5, 2005, April 5, 2005 and July 8, 2005.

10. 1,500 Restricted Stock Units (plus related dividend units) vest on each November 11, beginning November 11, 2005.

Remarks:

Michael C. Nahl

08/03/2005 Date

** Signature of Reporting Person

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

* 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.

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