П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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

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 APPROVAL | | | | | | | | | | |
|--------------------------|--|--|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | | | | |
| Estimated average burden | | | | | | | | | | |
| hours per response: 0.5 | | | | | | | | | | |

| Halftermey | | | 2. Issuer Name and Ticker or Trading Symbol <u>ALBANY INTERNATIONAL CORP /DE/</u> [AIN] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Own X Officer (give title Other (spe below) below) | | | | |
|---|---------|------------|---|---|---|-----------------|--|--|--|
| (Last) (First) (Middle) C/O ALBANY INTERNATIONAL CORP. | | | 3. Date of Earliest Transaction (Month/Day/Year) | РМС | | | | | |
| C/O ALBANY INTERNATIONAL CORP. | | | 05/31/2011 | I | | | | | |
| P.O. BOX 1907 | | | | | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) | | | | | Form filed by One Der | arting Deveen | | | |
| ALBANY NY 12201-1907 | | 12201-1907 | | | Form filed by One Rep | ording Person | | | |
| | | | - | | Form filed by More tha Person | n One Reporting | | | |
| (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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) | | |
| Class A Common Stock | | | | | | | | 21,462 | D | | | |
| Class A Common Stock | 05/31/2011 | | М | | 1,000 | A | \$18.625 | 22,462 | D | | | |
| Class A Common Stock | 05/31/2011 | | S | | 1,000 | D | \$27.135 | 21,462 | D | | | |
| Class A Common Stock | 05/31/2011 | | М | | 1,000 | A | \$16.25 | 22,462 | D | | | |
| Class A Common Stock | 05/31/2011 | | S | | 1,000 | D | \$27.1058 | 21,462 | D | | | |
| Class A Common Stock | 05/31/2011 | | М | | 1,000 | A | \$18.75 | 22,462 | D | | | |
| Class A Common Stock | 05/31/2011 | | S | | 1,000 | D | \$27.028 | 21,462 | D | | | |

 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. Transa Code (8) | action (Instr. | of Deri Sec Acq (A) o Disp of (E | oosed 0) tr. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|-------------------|--|-------------------------|--|--------------------|---|----------------------------------|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option ⁽¹⁾ | \$18.625 | 05/31/2011 | | М | | | 1,000 | (2) | 05/14/2012 | Class A Common Stock | 1,000 | (1) | 0 | D | |
| Employee Stock Option ⁽¹⁾ | \$16.25 | 05/31/2011 | | М | | | 1,000 | (2) | 05/28/2013 | Class A Common Stock | 1,000 | (1) | 0 | D | |
| Employee Stock Option ⁽¹⁾ | \$18.75 | 05/31/2011 | | М | | | 1,000 | (2) | 05/11/2014 | Class A Common Stock | 1,000 | (1) | 0 | D | |
| Employee Stock Option ⁽¹⁾ | \$22.25 | | | | | | | (2) | 05/18/2015 | Class A Common Stock | 1,500 | | 1,500 | D | |
| Employee Stock Option ⁽¹⁾ | \$22.25 | | | | | | | (2) | 05/14/2016 | Class A Common Stock | 2,000 | | 3,500 | D | |
| Employee Stock Option ⁽¹⁾ | \$19.75 | | | | | | | (2) | 04/15/2017 | Class A Common Stock | 2,000 | | 5,500 | D | |
| Employee Stock Option ⁽³⁾ | \$19.375 | | | | | | | (2) | 11/04/2018 | Class A Common Stock | 2,500 | | 8,000 | D | |
| Employee Stock Option ⁽³⁾ | \$15.6875 | | | | | | | (2) | 11/09/2019 | Class A Common Stock | 4,000 | | 12,000 | D | |
| Employee Stock Option ⁽³⁾ | \$10.5625 | | | | | | | (2) | 11/15/2020 | Class A Common Stock | 2,800 | | 14,800 | D | |

| | 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. Transa Code (8) | | of Deri Sec Acq (A) (Disp of (E | oosed 0) tr. 3, 4 | Expiration Date (Month/Day/Year) rired ssed . 3, 4 | | | on Date of Securities | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option ⁽³⁾ | \$20.45 | | | | | | | (2) | 11/06/2021 | Class A Common Stock | 4,000 | | 18,800 | D | |
| Employee Stock Option ⁽³⁾ | \$20.63 | | | | | | | (2) | 11/07/2022 | Class A Common Stock | 4,000 | | 22,800 | D | |
| Restricted Stock Units ⁽⁴⁾ | (4) | | | | | | | 03/01/2011 ⁽⁴⁾⁽⁵⁾ | (4)(5) | Class A Common Stock | 22,109(6) | | 22,109 ⁽⁶⁾ | D | |
| Restricted Stock Units ⁽⁷⁾ | (7) | | | | | | | (7)(8) | (7)(8) | Class A Common Stock | 2,6 11 ⁽⁶⁾ | | 2,611 ⁽⁶⁾ | D | |

Explanation of Responses:

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

2. Fully exercisable.

3. Options granted pursuant to the Company's 1998 Stock Option Plan as incentive to remain in employ of the Company.

4. 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. 5.6,750 Restricted Stock Units (plus related dividend units) vest on March 1, 2011; 6,750 Restricted Stock Units (plus related dividend units) vest on September 1, 2011; 6,750 Restricted Stock Units (plus related dividend units) vest on March 1, 2012; and 6,750 Restricted Stock Units (plus related dividend units) vest on September 1, 2012.

6. Includes dividend units accrued on Restricted Stock Units on April 7, 2011.

7. Restricted Stock Units granted on February 25, 2010 pursuant to the Albany International Corp. 2005 Incentive Plan (the "Incentive Plan"). Each Restricted Stock Unit award entitles the holder to receive a number of shares of Class A Common Stock, the cash equivalent of such shares, or a combination of cash and shares, in each case in accordance with a settlement schedule.

8. The reported units (plus related dividend units) will be settled and payable on or about March 1, 2012, half in cash, half in shares of the Company's Class A Common Stock.

Remarks:

Kathleen M. Tyrrell, Attorneyin-Fact

06/01/2011

** Signature of Reporting Person Date

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.

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: February 11, 2005 /s/ Daniel A. Halftermeyer