

ALBANY INTERNATIONAL CORP /DE/  
 Form 4  
 January 22, 2009

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**Madden David B**

(Last) (First) (Middle)

C/O ALBANY INTERNATIONAL CORP., P.O. BOX 1907

(Street)

ALBANY, NY 12201-1907

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**01/21/2009**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 \_\_\_\_ Officer (give title below)  Other (specify below)  
 V.P.- Special Projects

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

**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) Code V Amount (D) Price			
Class A Common Stock					3,636	I	by 401(k)
Class A Common Stock					648	D	

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

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SEC 1474 (9-02)

number.

**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. 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)	Amount or Number of Shares
Employee Stock Option <sup>(1)</sup>	\$ 19.375					<u>(2)</u> 11/04/2018	Class A Common Stock	1,000
Employee Stock Option <sup>(1)</sup>	\$ 15.6875					<u>(2)</u> 11/09/2019	Class A Common Stock	1,500
Employee Stock Option <sup>(1)</sup>	\$ 10.5625					<u>(2)</u> 11/15/2020	Class A Common Stock	1,200
Employee Stock Option <sup>(1)</sup>	\$ 20.45					<u>(2)</u> 11/06/2021	Class A Common Stock	1,500
Employee Stock Option <sup>(1)</sup>	\$ 20.63					<u>(2)</u> 11/07/2022	Class A Common Stock	1,500
Restricted Stock Units <sup>(3)</sup>	<u>(3)</u>					11/11/2005 <u>(3)(4)</u>	Class A Common Stock	169 <sup>(5)</sup>
Restricted Stock Units <sup>(3)</sup>	<u>(3)</u>					11/11/2006 <u>(3)(6)</u>	Class A Common Stock	524 <sup>(5)</sup>
Restricted Stock Units <sup>(7)</sup>	<u>(7)</u>					<u>(7)(8)</u>	Class A Common Stock	662 <sup>(5)</sup>
Restricted Stock Units <sup>(9)</sup>	<u>(9)</u>					<u>(9)(10)</u>	Class A Common Stock	4,968 <sup>(5)</sup>
	<u>(3)</u>					03/01/2011 <u>(3)(11)</u>		

