

BACON MICHEL J
Form 4
October 28, 2004

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 *
BACON MICHEL J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
10/27/2004

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Group Vice President - Europe

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

(Street)

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

ALBANY, NY 12201

(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 Indirect Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Class A Common Stock					1,357	I	by ESOP
Class A Common Stock					202	D	
Class A Common Stock	10/27/2004		M	15,000 A \$ 19.375	15,202	D	
Class A Common Stock	10/27/2004		M	12,000 A \$	27,202	D	

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Common Stock						15.6875	
Class A Common Stock	10/27/2004		S	27,000	D	\$ 30.4251	202 D

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

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 control number.

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(9-02)

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 Security (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option ⁽¹⁾	\$ 19.375	10/27/2004		M	15,000	11/04/1999 ⁽²⁾ 11/04/2018	Class A Common	0
Employee Stock Option ⁽³⁾	\$ 15.6875	10/27/2004		M	12,000	11/09/2000 ⁽⁴⁾ 11/09/2019	Class A Common	3,000
Employee Stock Option ⁽³⁾	\$ 10.5625					11/15/2001 ⁽⁵⁾ 11/15/2020	Class A Common	10,000
Employee Stock Option ⁽³⁾	\$ 20.45					11/06/2002 ⁽⁶⁾ 11/06/2021	Class A Common	20,000
Employee Stock Option ⁽³⁾	\$ 20.63					11/07/2003 ⁽⁷⁾ 11/07/2022	Class A Common	20,000
Restricted Stock Units ⁽⁸⁾	⁽⁹⁾					⁽⁹⁾ ⁽⁹⁾	Class A Common Stock	7,500

