

OQuinn William L Jr
 Form 3
 April 06, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â OQuinn William L Jr | | (Month/Day/Year) | ALLIANCE ONE INTERNATIONAL, INC. [AOI] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 04/01/2011 | | |
| C/O ALLIANCE ONE INT'L INC.,Â 8001 AERIAL CENTER PARKWAY | | | (Check all applicable) | |
| | (Street) | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | SVP Chief Legal Officer & Sec. | |
| MORRISVILLE,Â NCÂ 27560 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 16,244 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|---------------------------|------------------|--------------|----------------------------|-------------------|---------------------------------------|---|
| Non-Qualified Stock Option Right to Buy | 03/24/2012 ⁽¹⁾ | 03/24/2021 | Common Stock | 100,000 | \$ 6 | D | Â |
| Incentive Stock Option Right to Buy | 08/16/2008 ⁽²⁾ | 08/16/2017 | Common Stock | 14,300 | \$ 7.48 | D | Â |
| Incentive Stock Option Right to Buy | 08/17/2010 | 08/17/2016 | Common Stock | 5,000 | \$ 3.94 | D | Â |
| Incentive Stock Option Right to Buy | 08/30/2009 | 08/30/2015 | Common Stock | 5,000 | \$ 3.96 | D | Â |
| Restricted Stock Units | Â ⁽³⁾ | Â ⁽³⁾ | Common Stock | 12,333 | \$ ⁽⁴⁾ | D | Â |
| Restricted Stock Units | Â ⁽⁵⁾ | Â ⁽⁵⁾ | Common Stock | 5,500 | \$ ⁽⁴⁾ | D | Â |
| Restricted Stock Units | Â ⁽⁶⁾ | Â ⁽⁶⁾ | Common Stock | 1,850 | \$ ⁽⁴⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| OQuinn William L Jr C/O ALLIANCE ONE INT'L INC. 8001 AERIAL CENTER PARKWAY MORRISVILLE, NC 27560 | Â | Â | Â SVP Chief Legal Officer & Sec. | Â |

Signatures

/s/ LAURA D. JONES,
ATTORNEY-IN-FACT

04/06/2011

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) The shares underlying this option become exercisable one-fifth on each of the five anniversaries of March 24, 2011, the date of the grant, subject to the continued employment or termination of employment due to retirement.
 - (2) Twenty-five percent of these options become exercisable on each of the four anniversaries of 8/16/2007, the date of grant, subject to continued employment.
 - (3) Shares awarded under the Alliance One International, Inc. Long-Term Incentive Plan. 3-year cliff vesting: 100% at third anniversary of 2/9/11, the date of grant.
 - (4) Each restricted stock unit represents a contingent right to receive one share of Alliance One International, Inc. common stock.
 - (5) Shares awarded under the Alliance One International, Inc. Long-Term Incentive Plan. 3-year cliff vesting: 100% at third anniversary of 10/18/2010, the date of grant.

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- (6) Shares awarded under the Alliance One International, Inc. Long-Term Incentive Plan. 3-year tranche vesting: 50% at year 1, 25% at year 2, and 25% at year 3 from 10/18/2010, the date of grant.

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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