

KEHAYA MARK W  
Form 4  
June 19, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 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 \*  
KEHAYA MARK W

2. Issuer Name and Ticker or Trading Symbol  
ALLIANCE ONE INTERNATIONAL, INC. [AOI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
06/18/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O ALLIANCE ONE INTERNATIONAL, INC., 8001 AERIAL CENTER PARKWAY

(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

MORRISVILLE, NC 27560

(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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  |  |   |
|                                 |                                      |  |                                |   | (A) or (D)  |  |   |
|                                 |                                      |  |                                |   | Price   |  |   |
| COMMON STOCK                    | 06/18/2009                           | 06/18/2009   | A                              |   | 12,000<br><u>(1)</u>  | A  | \$ 0  |
| COMMON STOCK                    |                                      |  |                                |   | 1,073,359   | D  |   |
| COMMON STOCK                    |                                      |  |                                |   | 9,274   | I  | By wife as UTMA custodian for daughter                |
| COMMON STOCK                    |                                      |  |                                |   | 1,600   | I  | By wife as UTMA custodian                             |

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|              |           |   |  |   |
|--------------|-----------|---|--|---|
|              |           |   |  | for son   |
| COMMON STOCK | 3,950     | I |  | 401(k)  |
| COMMON STOCK | 5,490     | I |  | BY WIFE   |
|              |           |   |  | Helga Kehaya & Wachovia Bank Co-ttees w/Mark Kehaya, Helga Kehaya, & William Whitaker Ery W. Kehaya |
| COMMON STOCK | 1,687,631 | I |  |   |
| Common Stock | 832,134   | I |  | 2/16/96 FBO St. Pauls School  |
|              |           |   |  | FBO for Whit & Elizabeth cottes Wachovia, Mark Kehaya, Helga Kehaya & William Whitaker              |
| COMMON STOCK | 149,700   | I |  |   |
|              |           |   |  | FBO for Mark Kehaya, Cottes Wachovia, Mark Kehaya, Helga Kehaya & William Whitaker                  |
| COMMON STOCK | 150,444   | I |  |   |

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

