

ALLIANCE ONE INTERNATIONAL, INC.
 Form 4
 October 15, 2015

FORM 4

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

OMB APPROVAL

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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 *
 Fink Nicholas A

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)
 10/13/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
 Corp Controller & CCO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | | | | | 5,786 | D | |
| Common Stock | | | | | 5,102 | 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.

SEC 1474 (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 Right to Buy | \$ 60 | 10/13/2015 | | D | 1,000 | 03/24/2012 ⁽¹⁾ 03/24/2021 | Common Stock | 1,000 |
| Employee Stock Option Right to Buy | \$ 60 | 10/13/2015 | | D | 4,000 | 04/17/2013 ⁽²⁾ 04/17/2013 | Common Stock | 4,000 |
| Restricted Stock Units | <u>(6)</u> | 10/13/2015 | | A | 879 | 10/13/2016 ⁽³⁾ 10/13/2018 | Common Stock | 879 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Fink Nicholas A
C/O ALLIANCE ONE INTERNATIONAL, INC.
8001 AERIAL CENTER PARKWAY
MORRISVILLE, NC 27560

Corp Controller & CCO

Signatures

Laura D. Jones,
ATTORNEY-IN-FACT

10/15/2015

 Signature of Reporting Person

 Date

Explanation of Responses:

* 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).

(1) One-fifth each anniversary over 5 years beginning on 03/24/2012.

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- (2) One-fifth each anniversary over 5 years beginning on 04/17/2013.
- (3) Fifty percent on the first anniversary, twenty-five percent on each the second & third anniversary from date of grant.
- (4) Reporting person disposed of 1000 options in exchange for 152 restricted stock units in an issuer exchange offer.
- (5) Reporting person disposed of 4000 options in exchange for 727 restricted stock units in an issuer exchange offer.
- (6) Each restricted stock unit represents a contingent right to receive one share of Alliance One International, Inc. common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.