OQuinn William L Jr Form 4 October 25, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person **OQuinn William L Jr

2. Issuer Name **and** Ticker or Trading Symbol

Issuer

below)

ALLIANCE ONE

(Month/Day/Year)

10/18/2011

INTERNATIONAL, INC. [AOI]

OII

(Check all applicable)

SVP Chief Legal Officer & Sec.

(Last)

(First) (Middle)

3. Date of Earliest Transaction

____ Director _____ 10% Owner _____ X__ Officer (give title _____ Other (specify

5. Relationship of Reporting Person(s) to

C/O ALLIANCE ONE INT'L

(Street)

(State)

(Zip)

INC., 8001 AERIAL CENTER

PARKWAY

(City)

4. If Amendment, Date Original

Filed(Month/Day/Year)

 ${\bf 6.\ Individual\ or\ Joint/Group\ Filing(Check}$

Applicable Line)

X 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

MORRISVILLE, NC 27560

							-		/ =
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactio	4. Securities Acquired ction(A) or Disposed of (D)			5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial
(======================================		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned Following	Indirect (I)	Ownership	
					(A)		Reported	(Instr. 4)	(Instr. 4)
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	10/18/2011		M	925	A	<u>(1)</u>	15,630	D	
Common Stock	10/18/2011		F	317 (2)	D	\$ 2.58	15,313	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)

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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. Transactic Code (Instr. 8)	5. Number out 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	10/18/2011		M	925	10/18/2011	10/18/2011	Common Stock	925

Reporting Owners

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

Signatures

LAURA D. JONES, ATTORNEY-IN-FACT

10/25/2011

Date

**Signature of Reporting Person

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) Each restricted stock unit represents a contingent right to receive one share of Alliance One International, Inc. common stock.
- (2) Shares surrendered to issuer to cover the tax liability of the award.

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.

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