

ALLIANCE ONE INTERNATIONAL, INC.
Form SC 13G
August 31, 2018

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)**

Alliance One International, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

018772301

(CUSIP Number)

August 16, 2018

(Date of Event Which Requires Filing of This Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

(Continued on following pages)

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NAMES OF REPORTING PERSONS

1

WASSERSTEIN DEBT OPPORTUNITIES
MANAGEMENT, LP

2

CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP

(a) ☐

(b) ☐

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF
ORGANIZATION

STATE OF DELAWARE, UNITED
STATES OF AMERICA

NUMBER OF SOLE VOTING POWER

SHARES **5**

BENEFICIALLY N/A

OWNED BY SHARED VOTING POWER

EACH **6**

REPORTING 453,226 shares of Common Stock
PERSON WITH SOLE DISPOSITIVE POWER

7

N/A

8 SHARED DISPOSITIVE POWER

453,226 shares of Common Stock

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

9

453,226 shares of Common Stock

10

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW 9 EXCLUDES
CERTAIN SHARES

☐

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW 9

11

5.01% of the outstanding shares of Common
Stock

TYPE OF REPORTING PERSON

12

IA (Investment Adviser), PN (Partnership)

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NAMES OF REPORTING PERSONS

1

WDO MANAGEMENT GP, LLC

2

CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (a) ☐

(b) ☐

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF
ORGANIZATION

STATE OF DELAWARE, UNITED
STATES OF AMERICA

SOLE VOTING POWER

5

NUMBER OF N/A

SHARES SHARED VOTING POWER

BENEFICIALLY **6**

OWNED BY 453,226 shares of Common Stock

EACH SOLE DISPOSITIVE POWER

7

REPORTING
PERSON WITH N/A

SHARED DISPOSITIVE POWER

8

453,226 shares of Common Stock

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

9

453,226 shares of Common Stock

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW 9 EXCLUDES
CERTAIN SHARES

10

[]

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW 9

11

5.01% of the outstanding shares of Common
Stock

TYPE OF REPORTING PERSON

12

OO (Limited Liability Company)

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NAMES OF REPORTING PERSONS

1

Rajay Bagaria

2

CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (a) ☐

(b) ☐

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF
ORGANIZATION

UNITED STATES OF AMERICA

SOLE VOTING POWER

5

NUMBER OF 3,000 shares of Common Stock
SHARES SHARED VOTING POWER

BENEFICIALLY **6**

OWNED BY 453,226 shares of Common Stock
EACH SOLE DISPOSITIVE POWER

7

REPORTING 3,000 shares of Common Stock
PERSON WITH SHARED DISPOSITIVE POWER

8

453,226 shares of Common Stock

9

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

456,226 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW 9 EXCLUDES
CERTAIN SHARES ☐

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW 9

11 5.04% of the outstanding shares of Common
Stock

TYPE OF REPORTING PERSON

12 IN (Individual)

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NAMES OF REPORTING PERSONS

1

Joseph Dutton

CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP

2

(a) ☐

(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF
ORGANIZATION

4

UNITED STATES OF AMERICA

SOLE VOTING POWER

5

NUMBER OF N/A

SHARES SHARED VOTING POWER

BENEFICIALLY **6**

OWNED BY 453,226 shares of Common Stock

EACH SOLE DISPOSITIVE POWER

7

REPORTING
PERSON WITH N/A

SHARED DISPOSITIVE POWER

8

453,226 shares of Common Stock

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

9

453,226 shares of Common Stock

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW 9 EXCLUDES
CERTAIN SHARES

10

[]

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW 9

11

5.01% of the outstanding shares of Common
Stock

TYPE OF REPORTING PERSON

12

IN (Individual)

Item 1. (a) **Name of Issuer:**

Alliance One International, Inc. (the “Issuer”)

(b) **Address of Issuer’s Principal Executive Offices:**

8001 Aerial Center Parkway
Morrisville, NC 27560

Item 2. (a) **Name of Persons Filing:**

Wasserstein Debt Opportunities Management, LP
WDO Management GP, LLC
Rajay Bagaria
Joseph Dutton

(b) **Address of Principal Business Office or, if None, Residence:**

For all persons filing:

1185 Avenue of the Americas, 39th Floor
New York, NY 10036

(c) **Citizenship:**

Wasserstein Debt Opportunities Management, LP is a Delaware limited partnership
WDO Management GP, LLC is a Delaware limited liability company
Rajay Bagaria is a citizen of the United States
Joseph Dutton is a citizen of the United States

(d) **Title of Class of Securities:**

Common Stock

(e) **CUSIP Number:**

018772301

Item 3. **If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:**

Not applicable.

Item 4. Ownership.

| | Wasserstein Debt Opportunities Management, LP | WDO Management GP, LLC | Rajay Bagaria | Joseph Dutton |
|---|--|-------------------------------|----------------------|----------------------|
| (a) Amount Beneficially Owned: | 453,226 | 453,226 | 456,226 | 453,226 |
| (b) Percent of Class: | 5.01% | 5.01% | 5.04% | 5.01% |
| (c) Number of Shares to Which Reporting Person Has: | | | | |
| (i) Sole Voting Power: | N/A | N/A | 3,000 | N/A |
| (ii) Shared Voting Power: | 453,226 | 453,226 | 453,226 | 453,226 |
| (iii) Sole Dispositive Power: | N/A | N/A | 3,000 | N/A |
| (iv) Shared Dispositive Power: | 453,226 | 453,226 | 453,226 | 453,226 |

The reported shares are the Issuer's common stock.

As of August 16, 2018, 453,226 of the reported shares are owned directly by private investment funds and separately managed accounts for which Wasserstein Debt Opportunities Management, LP, a Delaware limited partnership (the "Investment Adviser"), serves as the investment adviser. The general partner of the Investment Adviser is WDO Management GP, LLC, a Delaware limited liability company (the "General Partner"). The Investment Adviser and General Partner could each be deemed to be an indirect beneficial owner of the reported shares.

Rajay Bagaria is a control person of the Investment Adviser and manager of the General Partner, and could be deemed to share such indirect beneficial ownership with the Investment Adviser and General Partner. Additionally, Mr. Bagaria personally owns shares of the Issuer, as described above. Joseph Dutton is a control person of the Investment Adviser and could be deemed to share such indirect beneficial ownership with the Investment Adviser. Mr. Bagaria and Mr. Dutton each hereby disclaims any beneficial ownership of any such shares of Common Stock in excess of their actual pecuniary interest therein.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item **Identification and Classification of the Subsidiary That Acquired the Security Being Reported on by the**
7. Parent Holding Company or Control Person.

Not applicable.

Item
8. **Identification and Classification of Members of the Group.**

Not applicable.

Item
9. **Notice of Dissolution of Group.**

Not applicable.

Item
10. **Certification.**

By signing below, each of the undersigned certifies that, to the best of his or its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits

Exhibit 1

Rajay Bagaria filed a schedule 13G pursuant to Rule 13d-1(c) of the Act with respect to the common stock of the Issuer. Effective with this filing, Wasserstein Debt Opportunities Management L.P., WDO Management GP, LLC, Mr. Bagaria, and Mr. Dutton are now jointly filing a Schedule 13G with respect to the common stock of the Issuer.

Exhibit 2

Joint Filing Agreement dated August 30, 2018, among Wasserstein Debt Opportunities Management, LP; WDO Management GP, LLC; Rajay Bagaria; and Joseph Dutton.

Signature

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Date: August 30, 2018

WASSERSTEIN DEBT
OPPORTUNITIES
MANAGEMENT, LP

By: WDO Management
GP, LLC, General
Partner

By: /s/ Rajay Bagaria
Name: Rajay Bagaria
Title: Manager

Date: August 30, 2018

WDO MANAGEMENT
GP, LLC

By: /s/ Rajay Bagaria
Name: Rajay Bagaria
Title: Manager

Date: August 30, 2018

/s/ Rajay Bagaria
Rajay Bagaria

Date: August 30, 2018

/s/ Joseph Dutton
Joseph Dutton