

ALLIANCE ONE INTERNATIONAL, INC.  
 Form 4  
 March 31, 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 \*  
**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)  
**03/31/2015**

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. 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                                                                                        | (D)                                                      | Price                                                        |
| Common Stock                    | 03/31/2015                           | 03/31/2015                                         | A                  |                                                                   | 5,800                                                                                         | A                                                        | \$ 0                                                         |
| Common Stock                    |                                      |                                                    |                    |                                                                   | 1,341,240                                                                                     | I                                                        | By Helga L. Kehaya Trust, Trustee Mark Kehaya <sup>(1)</sup> |
| Common Stock                    |                                      |                                                    |                    |                                                                   | 9,274                                                                                         | I                                                        | By wife as UTMA custodian for daughter                       |

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|              |           |   |                                                                                               |
|--------------|-----------|---|-----------------------------------------------------------------------------------------------|
| Common Stock | 1,600     | I | By wife as UTMA custodian for son                                                             |
| Common Stock | 3,950     | I | 401(k)                                                                                        |
| Common Stock | 5,490     | I | By wife                                                                                       |
| Common Stock | 1,659,498 | I | U.S. Trust Company of Delaware Administrative Trustee of the Kehaya QTIP FBO Helga Kehaya     |
| Common Stock | 860,311   | I | U.S. Trust Company of Delaware Administrative Trustee of the Ery W. Kehaya CLAT               |
| Common Stock | 74,850    | I | U.S. Trust Company of Delaware Successor Co-Trustee of the Kehaya GST Ex Tr FBO Ery W. Kehaya |
| Common Stock | 150,400   | I | U.S. Trust Company of Delaware Successor Co-Trustee of the Kehaya GST Ex Tr FBO Mark Kehaya   |
| Common Stock | 74,850    | I | U.S. Trust Company of Delaware Successor Co-Trustee of the Kehaya                             |

GST Ex Tr  
FBO Elizabeth  
Kehaya

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

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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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address                                                                               | Relationships |           |         |       |
|--------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                              | Director      | 10% Owner | Officer | Other |
| KEHAYA MARK W<br>C/O ALLIANCE ONE INTERNATIONAL, INC.<br>8001 AERIAL CENTER PARKWAY<br>MORRISVILLE, NC 27560 | X             |           |         |       |

## Signatures

LAURA D. JONES,  
ATTORNEY-IN-FACT  
03/31/2015

\*\*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) The reporting person is the trustee of the trust.

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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