#### Edgar Filing: HARRISON ROBERT E - Form 4

HARRISON	ROBERT E										
Form 4	0.5										
August 23, 20										PROVAL	
FORM	<b>4</b> UNITED S	TATES		ITIES AN hington, 1			IGE CO	OMMISSION	OMB Number:	3235-0287	
Check this			( <b>u</b> 51			•			Expires:	January 31,	
if no longe subject to Section 16 Form 4 or	51ATEM	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires: 2005 Estimated average burden hours per response 0.5	
obligation may contin	Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940										
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> HARRISON ROBERT E							. Relationship of Reporting Person(s) to ssuer (Check all applicable)				
(Last)	(First) (M	iddle)	3. Date of l			[10]	-	X Director	10%	Owner	
C/O ALLIAN	NCE ONE IONAL, INC., 22		(Month/Da 08/22/20	y/Year)	isaction		-	XOfficer (give t pelow)		r (specify	
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			-	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
WILSON, N	C 27893							Form filed by Mo Person	ore than One Rej	porting	
(City)	(State) (2	Zip)	Table	I - Non-De	erivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	Execution Date, if			ed of	(D)	Beneficially Owned Following Reported Transaction(s)	OwnershipIndirectForm:BenefitDirect (D)Owner	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D)	Price \$	(Instr. 3 and 4)			
COMMON STOCK	08/22/2005	08/22/2	2005	D	26,000	D	5.0426 (5)	5 193,259	D		
COMMON STOCK								1,854	Ι	401(K)	

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

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#### number.

# 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying Se (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
NON-QUALFIED STOCK OPTION - RIGHT TO BUY	\$ 6.3					08/13/2003 <u>(1)</u>	08/13/2012	COMMON STOCK
NON-QUALIFIED STOCK OPTION - RIGHT TO BUY	\$ 5.8					06/11/2004 <u>(4)</u>	06/11/2013	COMMON STOCK
NON-QUALFIED STOCK OPTION - RIGHT TO BUY	\$ 5.83					08/14/2002 <u>(2)</u>	08/14/2011	COMMON STOCK
NON-QUALFIED STOCK OPTION - RIGHT TO BUY	\$ 2.96					12/15/1999 <u>(3)</u>	08/10/2005	COMMON STOCK

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships						
	Director	10% Owner	Officer	Other				
HARRISON ROBERT E C/O ALLIANCE ONE INTERNATIONAL, IN 2201 MILLER ROAD WILSON, NC 27893	IC. X		PRESIDENT AND COO					
Signatures								
Henry C. Babb, Attorney-in-fact 08/23/20	05							
<u>**</u> 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 shares underlying this option become exercisable one-fourth on each of the four anniversaries of August 13, 2002, the date of the grant, subject to continued employment.
- (2) The shares underlying this option become exercisable one-fourth on each of the four anniversaries of August 14, 2001, the date of thegrant, subject to continued employment.
- (3) The shares underlying this option became exercisable one-fourth on each of the four anniversaries of August 10, 1998, the date of the grant, subject to continued employment.
- (4) The shares underlying this option became exercisable one-fourth on each of the four anniversaries of June 11, 2003, the date of the grant, subject to continued employment.
- (5) Of the 26,000 shares sold on  $\frac{8}{22}$  the price of 5.0426 is an average taken from 5-5.07.

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.