Edgar Filing: ALLIANCE ONE INTERNATIONAL, INC. - Form 4

ALLIANCE ONE INTERNATIONAL, INC. Form 4 August 21, 2006 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading COOLEY JAMES A Issuer Symbol ALLIANCE ONE (Check all applicable) INTERNATIONAL, INC. [AOI] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Other (specify X_Officer (give title (Month/Day/Year) below) below) C/O ALLIANCE ONE 08/17/2006 Exec. Vice President - CFO INTERNATIONAL, INC., 8001 **AERIAL CENTER PARKWAY** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting MORRISVILLE, NC 27560 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of 6. Transaction(A) or Disposed of (D) Indirect Security (Month/Day/Year) Execution Date, if Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial anv (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following (Instr. 4) Indirect (I) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price COMMON S 08/17/2006 08/17/2006 88,011 D A 20,000 Α 3 94 STOCK COMMON 22 (1) Ι BY SON STOCK

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

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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 of orDerivative 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 o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of SI
STOCK OPTION -RIGHT TO BUY	\$ 3.94	08/17/2006	08/17/2006	А	30,000	08/17/2007 <u>(2)</u>	08/17/2016	COMMON STOCK	30,

Reporting Owners

Reporting Owner Name / Address		Relationships				
L B	Director	10% Owner	Officer	Other		
COOLEY JAMES A C/O ALLIANCE ONE INTERNATIONA 8001 AERIAL CENTER PARKWAY MORRISVILLE, NC 27560	L, INC.		Exec. Vice President - CFO			
Signatures						
HENRY C. BABB, ATTORNEY-IN-FACT	08/21/2006					

**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 no longer has reportable beneficial interests in 22 shares of AOI common stock owned by his son and 22 shares of AOI common stock owned by his daughter as included in the reporting person's prior ownership reports.
- (2) The shares underlying this option become exercisable one-fourth on each of the four anniversaries of August 17, 2006, the date of grant, subject to continued employment.

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.