

Denny James Henry
 Form 3
 July 30, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|--|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Denny James Henry</p> <p>(Last) (First) (Middle)</p> <p>C/O ALLIANCE ONE INT'L INC.,Â 8001 AERIAL CENTER PARKWAY</p> <p>(Street)</p> <p>MORRISVILLE,Â NCÂ 27560</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/21/2009</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ALLIANCE ONE INTERNATIONAL, INC. [AOI]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP Global Operations</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|--|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| COMMON STOCK | 14,911 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|---------------------------|-----------------|--------------|----------------------------|-----------|---------------------------------------|---|
| INCENTIVE STOCK OPTION RIGHT TO BUY | 08/24/2001 | 08/24/2010 | Common Stock | 10,000 | \$ 2.8125 | D | Â |
| INCENTIVE STOCK OPTION RIGHT TO BUY | 08/23/2002 | 08/23/2011 | Common Stock | 13,440 | \$ 7.44 | D | Â |
| INCENTIVE STOCK OPTION RIGHT TO BUY | 08/26/2003 | 08/26/2012 | Common Stock | 16,000 | \$ 6.25 | D | Â |
| INCENTIVE STOCK OPTION RIGHT TO BUY | 08/26/2004 | 08/26/2013 | Common Stock | 14,388 | \$ 6.95 | D | Â |
| NON-QUALIFIED STOCK OPTION RIGHT TO BUY | 08/23/2005 | 08/23/2011 | Common Stock | 1,560 | \$ 7.44 | D | Â |
| INCENTIVE STOCK OPTION RIGHT TO BUY | 11/10/2005 | 11/10/2014 | Common Stock | 10,000 | \$ 6.45 | D | Â |
| NON-QUALIFIED STOCK OPTION RIGHT TO BUY | 08/26/2006 | 08/26/2012 | Common Stock | 1,500 | \$ 6.25 | D | Â |
| INCENTIVE STOCK OPTION RIGHT TO BUY | 08/30/2006 ⁽¹⁾ | 08/30/2015 | Common Stock | 1,875 | \$ 3.96 | D | Â |
| INCENTIVE STOCK OPTION RIGHT TO BUY | 08/17/2007 ⁽²⁾ | 08/17/2016 | Common Stock | 15,000 | \$ 3.94 | D | Â |
| NON-QUALIFIED STOCK OPTION RIGHT TO BUY | 08/26/2007 | 08/26/2013 | Common Stock | 3,112 | \$ 6.95 | D | Â |
| INCENTIVE STOCK OPTION RIGHT TO BUY | 08/16/2008 ⁽³⁾ | 08/16/2017 | Common Stock | 28,000 | \$ 7.48 | D | Â |
| NON-QUALIFIED STOCK OPTION RIGHT TO BUY | 08/30/2009 | 08/30/2015 | Common Stock | 625 | \$ 3.96 | D | Â |

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

Denny James Henry
C/O ALLIANCE ONE INT'L INC.
8001 AERIAL CENTER PARKWAY
MORRISVILLE, NC 27560

^ ^ ^ EVP Global Operations ^

Signatures

/s/ HENRY C. BABB,
ATTORNEY-IN-FACT

07/30/2009

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 each of the four anniversaries of 8/30/2005, the date of the grant, subject to continued employment.
- (2) The shares underlying this option become exercisable one-fourth each of the four anniversaries of 8/17/2006, the date of the grant, subject to continued employment.
- (3) Twenty-five percent of these options become exercisable on each of the four anniversaries of 8/16/2007, the date of the 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.