



Alliance One International, Inc.




AOI NYSE

Tobacco

Market Capitalization USD:

\$212.46 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less. 
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Mark W. Kehaya

Age: 44 CEO Since: 2010

	2009	2010	2011
Base Salary	\$650,000	\$682,500	\$544,500
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$890,609	\$910,267	\$0
Benefits and Perquisites	\$8,702	\$5,063	\$0
TOTAL ANNUAL COMPENSATION	\$1,549,311	\$1,597,830	\$544,500
Increase in Post-Retirement Benefits	\$0	\$1,081,343	\$0
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$894,000	\$1,100,751	\$0
TOTAL COMPENSATION	\$2,688,417	\$3,779,924	\$544,500
Median of Other Named Executive Officers Total Compensation	\$1,098,734	\$1,098,734	\$491,394
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$279,300	\$258,300	\$51,039
TOTAL REALIZED EQUITY COMPENSATION	\$279,300	\$258,300	\$51,039

Proxy Date: 9 Jul 2012

Annual Meeting Date: 9 Aug 2012

Equity Reserves: 15.46%

Stock Option Run Rate: 1.08%

Alliance One International, Inc.

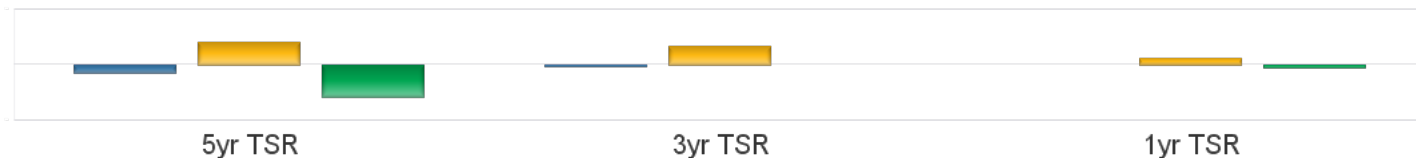
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Performance Comparison

■ S&P500 ■ Industry ■ AOI



Peer Comparisons (TRBC) = Non-Cyclical Consumer Goods / Services

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
AOI	Alliance One International, Inc.	\$2,688,417	\$3,779,924	\$544,500	\$212,460,589
NAFC	Nash-Finch Company	\$1,954,384	\$2,615,334	\$3,034,568	\$326,836,133
MGPI	MGP Ingredients, Inc.	\$388,924	\$755,321	\$312,735	\$90,782,238
FIZZ	National Beverage Corp.	\$5,751,767	\$5,934,648		\$701,463,129
PMC	PharMerica Corporation	\$4,645,467	\$2,579,776	\$3,940,535	\$419,343,813
LINC	Lincoln Educational Services Corporation	\$2,130,465	\$1,014,295	\$1,716,345	\$182,996,600
PETS	PetMed Express, Inc.	\$978,081	\$3,470,157	\$740,154	\$189,072,297

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Chiquita Brands International, Inc., Del Monte Foods Corporation, Green Mountain Coffee Roasters, Inc., Ingredion Incorporated, International Flavors & Fragrances Inc., McCormick & Company, Incorporated, Nash-Finch Company, Schweitzer-Mauduit International, Inc., Sanderson Farms, Inc., The Andersons, Inc., Universal Corporation, Wausau Paper Corp.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Nigel G. Howard	Chairman	66	Male	7	Outside
C. Richard Green	Member	68	Male	9	Outside
John M. Hines	Member	72	Male	17	Outside Related
Joseph L. Lanier	Member	80	Male	17	Outside Related

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