

DORIAN LPG LTD.  
Form 8-K  
May 29, 2018

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 29, 2018

DORIAN LPG LTD.  
(Exact name of registrant as specified in its charter)

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| Republic of the Marshall Islands<br>(State or other jurisdiction of incorporation or organization) | 001-36437<br>(Commission File<br>Number) | 66-0818228<br>(IRS employer identification<br>no.) |
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|--|---------------------|
| c/o Dorian LPG (USA) LLC, 27 Signal Road, Stamford,<br>Connecticut<br>(Address of principal executive offices) | 06902<br>(Zip Code) |
|--|---------------------|

(Registrant's telephone number, including area code): 203-674-9900

(Former Name or Former Address, if Changed Since Last Report): None

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Introductory Note

The information contained in this Current Report on Form 8-K is hereby incorporated by reference into (i) the registration statement on Form S-3 (File No. 333-200714) of Dorian LPG Ltd. (the "Company"), filed with the U.S. Securities and Exchange Commission (the "Commission") on June 29, 2015 and (ii) the registration statement on Form S-3 (File No. 333-208375) of the Company, filed with the Commission on December 7, 2015.

Item 8.01 Other Events

On May 29, 2018, the Company issued a press release confirming receipt of an unsolicited proposal from BW LPG Limited ("BW LPG") to combine with the Company in a transaction in which Company shareholders would receive 2.05 shares of BW LPG for each share of the Company.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit Number Description

99.1                    Press Release dated May 29, 2018

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: May 29, 2018

DORIAN LPG  
LTD.  
(registrant)

By: /s/ Theodore B.  
Young  
Theodore B.  
Young  
Chief Financial  
Officer