

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 9)\*

DORIAN LPG LTD.

(Name of Issuer)

Common Stock, Par Value \$0.01

(Title of Class of Securities)

Y2106R110

(CUSIP Number)

Nick Fell  
BW Maritime Pte. Ltd.  
Mapletree Business City, #18-01  
10 Pasir Panjang Road  
Singapore 117438  
Telephone: +65 (0) 6434 5818

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

July 2, 2019

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

**Note** : Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Exchange Act.

## 1. NAMES OF REPORTING PERSONS

BW Euroholdings Limited

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

(a) (b) 

## 3. SEC USE ONLY

## 4. SOURCE OF FUNDS (see instructions)

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) 

## 6. CITIZENSHIP OR PLACE OF ORGANIZATION

Cyprus

## 7. SOLE VOTING POWER

0

## 8. SHARED VOTING POWER

7,176,619

## 9. SOLE DISPOSITIVE POWER

0

## 10. SHARED DISPOSITIVE POWER

7,176,619

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,176,619

## 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

(see instructions) 

## 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.0%\*

## 14. TYPE OF REPORTING PERSON (see instructions)

CO

\* The calculation assumes that there are a total of 55,167,708 Common Shares outstanding as of July 3, 2019, which is based on information provided by the Issuer in its Annual Report on Form 10-K for the fiscal year ended March 31, 2019 (the "2019 10-K").

## 1. NAMES OF REPORTING PERSONS

BW Group Limited

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

(a) (b) 

## 3. SEC USE ONLY

## 4. SOURCE OF FUNDS (see instructions)

AF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) 

## 6. CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

## 7. SOLE VOTING POWER

0

NUMBER OF  
SHARES

## 8. SHARED VOTING POWER

BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON WITH

7,176,719

## 9. SOLE DISPOSITIVE POWER

0

## 10. SHARED DISPOSITIVE POWER

7,176,719

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,176,719

## 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

(see instructions) 

## 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.0%\*

## 14. TYPE OF REPORTING PERSON (see instructions)

CO

\* The calculation assumes that there are a total of 55,167,708 Common Shares outstanding as of July 3, 2019, which is based on information provided by the Issuer in the 2019 10-K.

## 1. NAMES OF REPORTING PERSONS

BW LPG Limited

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

(a) (b) 

## 3. SEC USE ONLY

## 4. SOURCE OF FUNDS (see instructions)

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) 

## 6. CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

## 7. SOLE VOTING POWER

0

## 8. SHARED VOTING POWER

NUMBER OF

SHARES

BENEFICIALLY

OWNED BY EACH

REPORTING

PERSON WITH

100

## 9. SOLE DISPOSITIVE POWER

0

## 10. SHARED DISPOSITIVE POWER

100

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

100

## 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

(see instructions) 

## 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0%\*

## 14. TYPE OF REPORTING PERSON (see instructions)

CO

\* The calculation assumes that there are a total of 55,167,708 Common Shares outstanding as of July 3, 2019, which is based on information provided by the Issuer in the 2019 10-K.

## 1. NAMES OF REPORTING PERSONS

Sohmen Family Foundation

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

(a) (b) 

## 3. SEC USE ONLY

## 4. SOURCE OF FUNDS (see instructions)

AF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) 

## 6. CITIZENSHIP OR PLACE OF ORGANIZATION

Liechtenstein

## 7. SOLE VOTING POWER

0

## 8. SHARED VOTING POWER

NUMBER OF

SHARES

BENEFICIALLY

OWNED BY EACH

REPORTING

PERSON WITH

7,176,719

## 9. SOLE DISPOSITIVE POWER

0

## 10. SHARED DISPOSITIVE POWER

7,176,719

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,176,719

## 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

(see instructions) 

## 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.0%\*

## 14. TYPE OF REPORTING PERSON (see instructions)

OO

\* The calculation assumes that there are a total of 55,167,708 Common Shares outstanding as of July 3, 2019, which is based on information provided by the Issuer in the 2019 10-K.

## 1. NAMES OF REPORTING PERSONS

BW LPG Holding Limited

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

(a) (b) 

## 3. SEC USE ONLY

## 4. SOURCE OF FUNDS (see instructions)

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) 

## 6. CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

## 7. SOLE VOTING POWER

0

## 8. SHARED VOTING POWER

NUMBER OF

SHARES

BENEFICIALLY

OWNED BY EACH

REPORTING

PERSON WITH

100

## 9. SOLE DISPOSITIVE POWER

0

## 10. SHARED DISPOSITIVE POWER

100

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

100

## 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

(see instructions) 

## 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0%\*

## 14. TYPE OF REPORTING PERSON (see instructions)

CO

\* The calculation assumes that there are a total of 55,167,708 Common Shares outstanding as of July 3, 2019, which is based on information provided by the Issuer in the 2019 10-K.

**Item 1. Security and Issuer.**

This Amendment No. 9 to Schedule 13D amends and supplements the statement on Schedule 13D originally filed on July 28, 2015, as amended by Amendment No. 1 filed on August 31, 2015, Amendment No. 2 filed on January 29, 2018, Amendment No. 3 filed on February 1, 2018, Amendment No. 4 filed on May 29, 2018, Amendment No. 5 filed on July 9, 2018, Amendment No. 6 filed on July 16, 2018, Amendment No. 7 filed on October 9, 2018 and Amendment No. 8 filed on June 28, 2019 (“Amendment No. 8,” and collectively with this Amendment No. 9, the “Schedule 13D”) with respect to the shares of common stock, par value \$0.01 per share (the “Common Shares”), of Dorian LPG Ltd., a company incorporated under the laws of the Republic of the Marshall Islands (the “Issuer”). The Issuer’s principal executive offices are located at 27 Signal Road, Stamford, Connecticut 06902. Unless otherwise indicated, each capitalized term used but not defined herein shall have the meaning assigned to such term in the Schedule 13D.

**Item 4. Purpose of the Transaction.**

Item 4 is hereby amended to add the following:

As previously disclosed in Amendment No. 8, BW Group has determined to cause Euroholdings to sell a portion of its holdings of Common Shares. In furtherance of this determination, Euroholdings has made the following sales of Common Shares in addition to the sales of Common Shares previously disclosed in Amendment No. 8:

- On June 28, 2019, Euroholdings sold 150,000 Common Shares at a weighted average price of \$8.9069 per Common Share. These shares were sold in multiple open market transactions executed by a broker on Euroholdings’ behalf at prices ranging from \$8.83 to \$9.02;
- On July 1, 2019, Euroholdings sold 75,647 Common Shares at a weighted average price of \$9.1249 per Common Share. These shares were sold in multiple open market transactions executed by a broker on Euroholdings’ behalf at prices ranging from \$9.10 to \$9.29; and
- On July 2, 2019, Euroholdings sold 1,677 Common Shares at a price of \$9.10 per Common Share. These shares were sold in open market transactions executed by a broker on Euroholdings’ behalf.

The Reporting Persons undertake to provide the SEC staff, upon request, all information regarding the number of Common Shares sold at each price within the ranges set forth above in this Item 4.

The exact number of Common Shares that Euroholdings will sell still has not been determined, and will depend upon, among other things, market conditions generally and for the Common Shares. BW Group presently expects, however, that, subject to market conditions generally and for the Common Shares, it will sell at least 1,200,000 Common Shares in addition to the 649,841 Common Shares sold by Euroholdings from June 26, 2019 through July 2, 2019.

As the Reporting Persons have previously disclosed, the Reporting Persons expect to review from time to time their investment in the Issuer and in the future may, depending on the Issuer’s business, assets, operations, financial condition, prospects and other factors, decide to: (i) continue to sell a portion or the remainder of the Common Shares, options or other securities now beneficially owned or hereinafter acquired by them; (ii) purchase additional Common Shares, options or other securities of the Issuer in the open market, in privately negotiated transactions or otherwise; (iii) propose one or more director nominees for the Issuer’s Board of Directors or take other actions with respect to the election of the Issuer’s directors; (iv) engage in discussions and negotiations or enter into other transactions with a view to combining BW LPG with the Issuer or otherwise obtaining direct or indirect control of the Issuer; (v) acquire assets of the Issuer and its subsidiaries; and (vi) engage in such other proposals as the Reporting Persons may deem appropriate under the circumstances, including plans or proposals which may relate to, or could result in, any of the matters referred to in Item 4 of Schedule 13D.

**Item 5. Interest in Securities of the Issuer.**

Item 5 of the Schedule 13D is hereby restated in its entirety as follows:

(a, b) As of the date hereof, each of the Foundation and BW Group may be deemed to be the beneficial owner of, and may be deemed to have shared voting and dispositive power over, 7,176,719 Common Shares, which represents 13.0% of the total

---

outstanding Common Shares. This percentage is based on 55,167,708 Common Shares outstanding as of May 24, 2019, according to the 2019 10-K.

As of the date hereof, Euroholdings may be deemed to be the beneficial owner of, and may be deemed to have shared voting and dispositive power over, 7,176,619 Common Shares, which represents 13.0% of the total outstanding Common Shares. This percentage is based on 55,167,708 Common Shares outstanding as of May 24, 2019, according to the 2019 10-K.

As of the date hereof, BW LPG and LPG Holding may be deemed to be the beneficial owner of, and may be deemed to have shared voting and dispositive power over, 100 Common Shares, which represents 0.0% of the total outstanding Common Shares. This percentage is based on 55,167,708 Common Shares outstanding as of May 24, 2019, according to the 2019 10-K.

(c) Other than the sales of (i) 96,902 Common Shares by Euroholdings on June 26, 2019, (ii) 325,615 Common Shares by Euroholdings on June 27, 2019, (iii) 150,000 Common Shares by Euroholdings on June 28, 2019, (iv) 75,647 Common Shares by Euroholdings on July 1, 2019 and (v) 1,677 Common Shares by Euroholdings on July 2, 2019, the details of which are set forth in Item 4 of this Schedule 13D and incorporated herein by reference, no transactions in Common Shares were effected during the past 60 days by the Reporting Persons or, to the knowledge of the Reporting Persons, any of the other persons listed on Schedule 1 hereto.

(d) No person, other than the Reporting Persons, is known to have the right to receive or the power to direct the receipt of dividends from, or any proceeds from the sale of, the securities beneficially owned by the Reporting Persons identified in this Item 5.

(e) This Item 5(e) is not applicable.

---



**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: July 3, 2019

BW EUROHOLDINGS LIMITED

By: /s/ Billy Chiu

Name: Billy Chiu

Title: Authorized Signatory

BW GROUP LIMITED

By: /s/ Nicholas Fell

Name: Nicholas Fell

Title: Authorized Signatory

SOHMEN FAMILY FOUNDATION

By: /s/ Andreas Sohmen-Pao

Name: Andreas Sohmen-Pao

Title: Authorized Signatory

BW LPG LIMITED

By: /s/ Andreas Sohmen-Pao

Name: Andreas Sohmen-Pao

Title: Authorized Signatory

BW LPG HOLDING LIMITED

By: /s/ Martin Ackermann

Name: Martin Ackermann

Title: Authorized Signatory

---