

# FORM 4

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

OMB APPROVAL  
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[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

|   |  |   |
|---|--|---|
| <b>1. Name and Address of Reporting Person *</b><br><br><b>HADJIPATERAS JOHN C</b><br><br>(Last) (First) (Middle)<br><br><b>C/O DORIAN LPG (USA) LLC, 27 SIGNAL ROAD</b><br><br>(Street)<br><br><b>STAMFORD, CT 06902</b><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>DORIAN LPG LTD. [ LPG ]</b> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director <span style="margin-left: 150px;"><input checked="" type="checkbox"/> 10% Owner</span><br><input checked="" type="checkbox"/> Officer (give title below) <span style="margin-left: 50px;"><input type="checkbox"/> Other (specify below)</span><br><b>President and CEO</b> |
| <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><p align="center"><b>1/13/2017</b></p>   |  | <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |
| <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>  |  |   |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3)           | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |            |              | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|----------------|-----------------------------------|---------------------------|---|---|------------|--------------|---|--|---|
|   |                |                                   | Code                      | V | Amount  | (A) or (D) | Price        |   |  |   |
| Common Shares, \$0.01 par value per share |                |                                   |                           |   |   |            |              | 2279744   | D  |   |
| Common Shares, \$0.01 par value per share | 1/13/2017      |                                   | P                         |   | 20000   | A          | \$9.3798 (1) | 45000   | I  | By spouse   |
| Common Shares, \$0.01 par value per share | 1/17/2017      |                                   | J                         |   | 20000 (2)   | D          | \$9.3798     | 25000   | I  | By spouse   |
| Common Shares, \$0.01 par value per share | 1/17/2017      |                                   | J                         |   | 20000 (2)   | A          | \$9.3798     | 20000   | I  | By trust (3)  |

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

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |     | 6. Date Exercisable and Expiration Date |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|---|--|-----|---|-----------------|---|----------------------------|--|--|--|--|
|  |  |                |                                   | Code                      | V | (A)  | (D) | Date Exercisable                        | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |

**Explanation of Responses:**

- ( The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$9.305 to \$9.45. The
- 1) reporting person undertakes to provide Dorian LPG Ltd., any security holder of Dorian LPG Ltd., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each price within the range set forth herein.
- ( On January 17, 2017, 20,000 shares were transferred to The LMG Trust (the "Trust"). The Reporting Person and his wife are trustees of the Trust, and the
- 2) beneficiary of the Trust is one of their children.
- ( These shares are owned directly by the Trust. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary
- 3) interests therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership by the Reporting Person of the reported securities for purposes of Section 16 or any other purpose.

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                          |       |
|---|---------------|-----------|--------------------------|-------|
|   | Director      | 10% Owner | Officer                  | Other |
| <b>HADJIPATERAS JOHN C<br/>C/O DORIAN LPG (USA) LLC<br/>27 SIGNAL ROAD<br/>STAMFORD, CT 06902</b> | <b>X</b>      | <b>X</b>  | <b>President and CEO</b> |       |

**Signatures**

By: /s/ John C. Hadjipateras

1/18/2017

\*\*Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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