

DORIAN LPG LTD.

Form 4

August 31, 2015

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BW Group Ltd

(Last) (First) (Middle)

MAPLETREE BUSINESS CITY,
#18-01;, 10 PASIR PANJANG
ROAD

(Street)

SINGAPORE, U0 117438

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
DORIAN LPG LTD. [LPG]

3. Date of Earliest Transaction
(Month/Day/Year)
08/27/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting
Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 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 | (D) | Price |

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

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information contained in this form are not
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SEC 1474
(9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount Underlying Security |
|---------------------------|---------------|---|----------------------------------|----------------|----------------------------|--|--|
|---------------------------|---------------|---|----------------------------------|----------------|----------------------------|--|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | | (Instr. 3 and 4) | | | |
|--------------------------------------|---|-------------------------|--------------------|--|------------------|-----|---------------------|--------------------|------------------|--------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amo Num Shar |
| Obligation to sell ⁽¹⁾ | \$ 15.34 | 07/02/2015 | E | | 6,000,000 | | 07/22/2015 | 08/27/2015 | Common Shares | 6,0 |
| Right to buy ⁽¹⁾ | \$ 15.34 | 07/02/2015 | J ⁽²⁾ | | 6,000,000 | | 07/22/2015 | 08/27/2015 | Common Shares | 6,0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BW Group Ltd MAPLETREE BUSINESS CITY, #18-01; 10 PASIR PANJANG ROAD SINGAPORE, U0 117438 | | X | | |
| BW Euroholdings Ltd MAPLETREE BUSINESS CITY, #18-01; 10 PASIR PANJANG ROAD SINGAPORE, U0 117438 | | X | | |
| Sohmen Family Foundation HEILIGKREUZ 6, P O BOX 484 VADUZ, N2 FL-9490 | | X | | |

Signatures

/s/ Nicholas Fell, Authorized
Signatory

08/31/2015

____Signature of Reporting Person

Date

Explanation of Responses:

* 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).

The option granted by BW Euroholdings Limited ("Euroholdings"), a wholly-owned subsidiary of BW Group ("BWG"), to BW LPG Limited ("LPG") to purchase from Euroholdings 6,000,000 common shares of Dorian LPG Ltd. (the "Option") expired on August 27, 2015. BWG holds 45.53% of LPG. The Sohmen Family Foundation holds 93.25% of BWG.

(2) Expiration of long derivative position without value received. No consideration was paid by LPG in exchange for receiving the Option.

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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