

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
DHT Holdings, Inc.		98-0497420	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Eirik Ubøe	47 412 92 712	eu@dhttankers.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
Clarendon House, 2 Church Street		Hamilton HM 11, Bermuda	
8 Date of action		9 Classification and description	
2/13/2014, 5/22/2014, 9/17/2014, 11/26/2014		Cash distributions to shareholders in excess of earnings and profits	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
Y2065G105		NYSE: DHT	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ►
See attached.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ►
See attached.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ►
See attached.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ►
See attached.

18 Can any resulting loss be recognized? ►

See attached.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ►

See attached.

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ►

Date ►

Print your name ► Eirik Ubøe

Title ► CFO

**Paid
Preparer
Use Only**

Print/Type preparer's name

David Finkelstein

Preparer's signature

Date

1/29/2015

Check ☐ if
self-employed

PTIN

P01453788

Firm's name ► Cravath, Swaine & Moore LLP

Firm's EIN ► 13-5015405

Firm's address ► 825 Eighth Avenue, New York, NY 10019

Phone no. (212) 474-1000

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

DHT FORM 8937 - 2014 DISTRIBUTIONS

Line 14. Describe the organizational action and, if applicable, the date of the action or the date against which stockholders' ownership is measured for the action.

In 2014, DHT Holdings, Inc. ("DHT") paid out pro-rata cash distributions to its shareholders. DHT did not have current or accumulated earnings and profits ("E&P") for U.S. tax purposes in 2014 and, as a result, the full amount of the distributions are nontaxable returns of capital, reducing shareholders' adjusted bases in their DHT common stock, as applicable.

The distributions made in 2014 are as follows:

Payment Date	Record Date	Common Stock Distribution
2/13/2014	2/6/2014	\$0.02
5/22/2014	5/14/2014	\$0.02
9/17/2014	9/9/2014	\$0.02
11/26/2014	11/20/2014	\$0.02

Line 15. Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.

Each holder of common stock will reduce his or her adjusted basis in his or her common stock by the full amount of the distributions on his or her common stock.

See Line 14 for the amount of the distributions per share.

Line 16. Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.

Since DHT does not have current or accumulated E&P, the full amount of each distribution is a return of capital, reducing each shareholder's adjusted basis by a corresponding amount.

Line 17. List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

Section 301(c)(2).

Line 18. Can any resulting loss be recognized?

No.

Line 19. Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The reportable tax year for the cash distribution is 2014.