Form **8937**
(December 2011)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

Part I Reporting Issuer

1 Issuer's name DHT Holdings, Inc.			2 Issuer's employer identification number (EIN) 98-0497420
3 Name of contact for additional information Eirik Uboe	4 Telephone No. of contact 47 412 92 712		5 Email address of contact eu@dhttankers.com
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 26 New Street			7 City, town, or post office, state, and Zip code of contact St. Helier, Jersey JE23RA
8 Date of action April 2, 2012	9 Classification and description DHT Holdings Inc. - subscription privilege offering		
10 CUSIP number Y2065G105	11 Serial number(s)	12 Ticker symbol NYSE: DHT	13 Account number(s)

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 ▶ 1/16/2013

Print your name ▶ Eirik Uboe Title ▶ CFO

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	David Finkelstein		1/16/2013		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 -- SUBSCRIPTION PRIVILEGE OFFERING 2012

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.

On April 2, 2012, DHT Holdings, Inc. (the "Company") commenced an offering (the "Offering") to stockholders of record of our common stock as of 5:00 p.m., EDT, on March 29, 2012 (the "Record Date"), to purchase up to 51,785,800 shares of our common stock and 258,929 shares of our Series A Participating Preferred Stock (the "Offered Shares").

The Company distributed to each stockholder of record as of the Record Date, for every 250 shares of common stock owned as of the Record Date (the "Existing Shares") one non-transferable subscription privilege (a "Subscription Privilege"). Each Subscription Privilege consisted of the right to purchase 200 shares of common stock and 1 share of preferred stock for $280 (representing a purchase price of $0.70 per share of common stock and $140 per share of preferred stock). Preferred stock was convertible into common stock at a ratio of 1:200. Record Date stockholders needed to own at least 250 Existing Shares to participate in the equity offering. Subscription Privileges not duly exercised by 5:00 p.m., EDT expired on April 27, 2012.

Stockholders as of the Record Date who fully exercised all of their basic Subscription Privileges were entitled to subscribe for any Subscription Privileges that remained unsubscribed after the exercise of all basic Subscription Privileges, subject to certain limitations set forth in the prospectus supplement (an "Over Subscription Privilege").

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.

If a stockholder did not purchase Offered Shares, the holder's basis in the Existing Shares remained unchanged.

If a stockholder purchased Offered Shares, the tax basis of the Existing Shares on which a stockholder received a Subscription Privilege must be allocated between those Existing Shares and the Subscription Privilege. Based on the value of the Subscription Privilege as determined by the Company, approximately 76.8% of the tax basis of the Existing Shares must be allocated to the Existing Shares, and 23.2% of the tax basis of the Existing Shares must be allocated to the Subscription Privilege. Upon the purchase of the Offered Shares, a stockholder's tax basis of the Offered Shares is the purchase price for those Shares plus the tax basis of the Subscription Privilege.

Therefore, 23.2% of the tax basis of the Existing Shares that relate to a Subscription Privilege will be allocated proportionately to the Offered Shares received on the exercise of such privilege (treating one Preferred Share as 200 common shares). This would mean that, if each of the Existing Shares had the same tax basis, the tax basis of each of those shares would be reduced by 23.2% and the tax basis of each purchased Offered Share (treating one Preferred Share as 200 common shares) would be increased (above the $0.70 purchase price per share) by 14.5% of the tax basis of one of the Existing Shares.

If a stockholder purchased additional Offered Shares pursuant to an Oversubscription Privilege, similar basis allocation principles would apply.

Each stockholder should consult its own tax advisor regarding the treatment of the Offering and calculation of its basis in Existing Shares and purchased Offered Shares.

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.

For purposes of the calculation in Line 15 above, the Company used the following values:

(i) Existing Shares: fair market value of $1.48 per share, representing the closing market price prior to the filing of the prospectus supplement

(ii) Subscription Privilege: $0.45 per Existing Share based on the following factors:

a. Theoretical ex-rights price of $0.98 less the subscription purchase price of $0.70 per share, provides a value of $0.28 per Offered Share
b. $0.28 multiplied by 400 Offered Shares (treating one Preferred Share as 200 common shares) provides value of $112.00 from exercising the Subscription Privilege
c. One Subscription Privilege is issued for each 250 Existing Shares, resulting in a theoretical Subscription Privilege fair value of $0.45 per share

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

Internal Revenue Code Sections 305(a), 307(a), and 307(b).

Line 18. Can any resulting loss be recognized?

Stockholders may not recognize a loss for U.S. federal income tax purposes on the receipt of the Subscription Privileges, or the exercise of such Subscription Privileges or failure to exercise such Subscription Privileges.

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

For stockholders reporting taxable income on a calendar basis, the reportable tax year is the 2012 calendar year. For stockholders reporting on a basis other than the calendar year, the reportable year is the stockholder's tax year that includes April 2, 2012.

The information herein provides a general summary regarding the application of certain U.S. Federal income tax laws and regulations relating to the allocation of tax basis. The information contained herein does not constitute tax advice and does not purport to be complete or to describe the consequences that may apply to a stockholder's particular circumstances. Each stockholder should consult its own tax advisor regarding the calculation of the basis of its shares.