

Report of Organizational Actions Affecting Basis of Securities

▶ 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 Uboe	47 412 92 712	eu@dhtankers.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	
February 4, 2014		DHT Holdings Inc. - exchange of preferred stock for common stock	
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.

**DHT FORM 8937 – PREFERRED STOCK MANDATORY EXCHANGE
2014**

Line 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.

On February 4, 2014, under the terms of the Certificate of Designation governing the terms of DHT Holdings, Inc.'s (the "Company") Series B Participating Preferred Stock ("Preferred Stock"), each stockholder of Preferred Stock was required to exchange one (1) share of Preferred Stock, on an all or nothing basis, for one hundred (100) shares of the Company's common stock (the "Mandatory Exchange").

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.

A stockholder's tax basis in the exchanged share will be allocated equally among the one hundred (100) shares of the Company's common stock. This should generally mean that the stockholder's tax basis in one (1) share of the Company's common stock received via the exchange would equal 1% of the tax basis the stockholder had in the one (1) share of Preferred Stock exchanged.

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.

An exchange pursuant to the Mandatory Exchange involved the exchange of one (1) share of issued and outstanding share of Preferred Stock into one hundred (100) shares of issued and outstanding common stock. The market value of the common stock and the Preferred Stock was not applicable in determining the calculation of the stockholder's tax basis in the common shares received in the exchange.

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

Internal Revenue Code Sections 368(a)(1)(E) and 358.

Line 18. Can any resulting loss be recognized?

Stockholders generally will not recognize gain or loss for U.S. federal income tax purposes.

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 2014 calendar year. For stockholders reporting on a basis other than the calendar year, the reportable year is the stockholder's tax year that includes the date on which the stockholder exchanged the Preferred Shares.

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.