

Edgar Filing: DHT Holdings, Inc. - Form SC 13G/A

DHT Holdings, Inc.
Form SC 13G/A
February 07, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 1) *

DHT HOLDINGS, INC.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

Y2065G105

(CUSIP Number)

December 31, 2010

(Date of Event which Requires Filing of this Statement)

CHECK THE APPROPRIATE BOX TO DESIGNATE THE RULE PURSUANT TO WHICH THIS SCHEDULE IS FILED:

☒ RULE 13D-1 (B)

☐ RULE 13D-1 (C)

☐ RULE 13D-1 (D)

*THE REMAINDER OF THIS COVER PAGE SHALL BE FILLED OUT FOR A REPORTING PERSON'S INITIAL FILING ON THIS FORM WITH RESPECT TO THE SUBJECT CLASS OF SECURITIES, AND FOR ANY SUBSEQUENT AMENDMENT CONTAINING INFORMATION WHICH WOULD ALTER DISCLOSURES PROVIDED IN A PRIOR COVER PAGE.

THE INFORMATION REQUIRED ON THE REMAINDER OF THIS COVER PAGE SHALL NOT BE DEEMED TO BE "FILED" FOR THE PURPOSE OF SECTION 18 OF THE SECURITIES EXCHANGE ACT OF 1934 (THE "ACT") OR OTHERWISE SUBJECT TO THE LIABILITIES OF THAT SECTION OF THE ACT BUT SHALL BE SUBJECT TO ALL OTHER PROVISIONS OF THE ACT (HOWEVER, SEE THE NOTES).

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CUSIP NO. Y2065G105

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Rivanna Partners, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a) ☒ [X]

(b) ☐ []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

5 SOLE VOTING POWER

NUMBER OF
SHARES NONE

BENEFICIALLY

OWNED BY

EACH

REPORTING

PERSON

WITH

6 SHARED VOTING POWER

1,712,102

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

1,712,102

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,712,102

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
[] (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 3.5%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
PN

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1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Rivanna Offshore Partners, Ltd.
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)	☒
(b)	☐
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION
	British Virgin Islands
	5 SOLE VOTING POWER
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
	NONE
	6 SHARED VOTING POWER
	662,598
	7 SOLE DISPOSITIVE POWER
	NONE
	8 SHARED DISPOSITIVE POWER
	662,598
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	662,598
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [] (SEE INSTRUCTIONS)
11	PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW 9 1.4%
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
	CO

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1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Rivanna Long Bias L.P.

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)	☒ [X]
(b)	☐ []

3	SEC USE ONLY

4	CITIZENSHIP OR PLACE OF ORGANIZATION
	State of Delaware

	5 SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	NONE

	6 SHARED VOTING POWER
	58,128

	7 SOLE DISPOSITIVE POWER
	NONE

	8 SHARED DISPOSITIVE POWER
	58,128

9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	58,128

10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [] (SEE INSTRUCTIONS)

11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.1%

12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
	PN

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CUSIP NO. Y2065G105

1	NAMES OF REPORTING PERSONS

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I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Rivanna Capital, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a) ☒ [X]

(b) ☐ []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

NONE

6 SHARED VOTING POWER

3,247,541

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

3,247,541

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,247,541

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
[] (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 6.6%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
CO

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CUSIP NO. Y2065G105

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

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Craig F. Colberg

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a) ☒

(b) ☐

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5 SOLE VOTING POWER

NUMBER OF
SHARES NONE

BENEFICIALLY

OWNED BY

6 SHARED VOTING POWER

EACH

3,247,541

REPORTING

PERSON

7 SOLE DISPOSITIVE POWER

WITH

NONE

8 SHARED DISPOSITIVE POWER

3,247,541

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,247,541

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
☐ (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 6.6%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IN

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CUSIP NO. Y2065G105

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Jack E. Sorensen

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a) ☒ [X]
(b) ☐ []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

5 SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
NONE

6 SHARED VOTING POWER
3,247,541

7 SOLE DISPOSITIVE POWER
NONE

8 SHARED DISPOSITIVE POWER
3,247,541

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,247,541

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
[] (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 6.6%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IN

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CUSIP NO. Y2065G105

The following constitutes Amendment No. 1 to the original Schedule 13G filed with the Securities and Exchange Commission (SEC) by the Reporting Persons on January 28, 2010 (Amendment No. 1). This Amendment No. 1 amends the Schedule 13G as specifically set forth herein.

ITEM 1(A) NAME OF ISSUER:
DHT Holdings, Inc. (f/k/a DHT Maritime, Inc.)

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ITEM 1(B) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

26 New Street
St. Helier, Jersey JE23RA
Channel Islands

ITEM 2(a) NAME OF PERSON FILING:

- (i) Rivanna Partners, L.P. (Partners), with respect to Shares directly owned by it.
- (ii) Rivanna Long Bias, L.P. (Long Bias), with respect to Shares directly owned by it.
- (iii) Rivanna Offshore Partners, Ltd. (Offshore Fund) with respect to Shares directly owned by it.
- (iv) Rivanna Capital, LLC (Rivanna Capital) with respect to Shares beneficially owned by it.
- (v) Craig F. Colberg (Colberg) with respect to Shares directly owned by each of Partners, Long Bias, Offshore Fund and Rivanna Capital separate client accounts.
- (vi) Jack E. Sorensen (Sorensen) with respect to Shares directly owned by each of Partners, Long Bias, Offshore Fund and Rivanna Capital separate client accounts.

The foregoing persons are hereinafter sometimes collectively referred to as the Reporting Persons. Each of the Reporting Persons is party to that certain Joint Filing Agreement, in which the Reporting Persons agreed to the joint filing on behalf of each of them of statements on Schedule 13G, with respect to securities of the Issuer, to the extent required by applicable law. A copy of this Agreement is attached hereto as Exhibit A and is incorporated herein by reference.

ITEM 2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE, OR IF NONE, RESIDENCE:

The address of the business office of each of the Reporting Persons is 600 Peter Jefferson Parkway, Suite 370, Charlottesville, Virginia 22911

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ITEM 2(c) CITIZENSHIP:

Partners and Long Bias are limited partnerships organized under the laws of the State of Delaware. Offshore Fund is a BVI Business Company existing and operating under the laws of the British Virgin Islands. Rivanna Capital is a Delaware limited liability company. Each of Messrs. Colberg and Sorensen is a United States citizen.

ITEM 2(d) TITLE OF CLASS OF SECURITIES:

Common Stock, par value \$0.01 per share (the Shares)

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ITEM 2(e) CUSIP NUMBER:

Y2065G105

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SS.240.13D-1(B) OR SS. 240.13d-2(B) or (C), CHECK WHETHER THE PERSON FILING IS A:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) ☒ An investment adviser in accordance with ss.240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with ss.240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with ss.240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ Group, in accordance with ss.240.13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP:

This Statement is being filed with respect to an aggregate of 3,247,541 Shares held by the Reporting Persons as of December 31, 2010, resulting in beneficial ownership as follows:

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1. Rivanna Partners, L.P.

(a) Amount Beneficially owned: 1,712,102

(b) Percent of Class: 3.5%

The percentages used herein and in the rest of Item 4 are calculated based on 48,921,961 Shares outstanding as of December 31, 2010, as disclosed in the Issuers Form 6-K Report for the Month of January, 2011, as filed with the SEC on January 14, 2011.

(c) (i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote: 1,712,102

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition: 1,712,102

2. Rivanna Long Bias, L.P.

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- (a) Amount Beneficially owned: 58,128
 - (b) Percent of Class: 0.1%
 - (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 58,128
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 58,128
3. Rivanna Offshore Partners, Ltd.
- (a) Amount Beneficially owned: 662,598
 - (b) Percent of Class: 1.4%
 - (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 662,598
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 662,598
4. Rivanna Capital, LLC
- (a) Amount Beneficially owned: 3,247,541
 - (b) Percent of Class: 6.6%
 - (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 3,247,541
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 3,247,541
5. Craig F. Colberg
- (a) Amount Beneficially owned: 3,247,541
 - (b) Percent of Class: 6.6%
 - (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 3,247,541
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 3,247,541
6. Jack E. Sorensen
- (a) Amount Beneficially owned: 3,247,541
 - (b) Percent of Class: 6.6%
 - (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 3,247,541
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 3,247,541

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

NOT APPLICABLE

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Rivanna Capital, the general partner of Partners and Long Bias, has the power to direct the affairs of Partners and Long Bias, including the voting and disposition of shares. As the discretionary investment manager of the Offshore Fund and other separate client accounts, Rivanna Capital has power to direct the voting and disposition of Shares held by the Offshore Fund and such accounts.

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Messrs. Craig F. Colberg and Jack E. Sorensen are the founding members of Rivanna Capital (the Founding Members) and have the shared power to vote or to direct the vote of, and to dispose or to direct the disposition of, the shares of the identified class of securities that may be deemed to be beneficially owned by Rivanna Capital. As a result, the Founding Members may be deemed to beneficially own the shares of the identified class of securities that Rivanna Capital may be deemed to beneficially own, but they disclaim any such beneficial ownership except to the extent of their individual pecuniary interest in such securities.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON.

NOT APPLICABLE

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

See Item 2.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

NOT APPLICABLE

ITEM 10. CERTIFICATION.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I hereby certify that the information set forth in this statement is true, complete and correct.

February 4, 2011

/s/ Craig F. Colberg

Craig F. Colberg, for (i) himself;
(ii) as Manager of Rivanna Capital,
LLC, for itself and as the General
Partner of (iii) Rivanna Partners,
L.P., (iv) Rivanna Long Bias, LP
and as the Investment Manager of

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(v) Rivanna Offshore Partners, Ltd.

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EXHIBIT A

JOINT FILING AGREEMENT

Each of the undersigned hereby agrees and consents to the execution and joint filing on its behalf by Rivanna Capital, LLC of the 13G filed with the SEC on January 28, 2010 and any amendments thereto which may be deemed necessary with respect to the Common Stock, par value \$0.01 per share, of DHT Holdings, Inc. This Joint Filing Agreement shall be filed as an Exhibit to such Statement.

Dated: February 4, 2011

/s/ Craig F. Colberg

Craig F. Colberg, for (i) himself;
(ii) as Manager of Rivanna Capital,
LLC, for itself and as the General
Partner of Rivanna Partners, L.P.
and Rivanna Long Bias, L.P.; and
(iii) as the Investment Manager of
Rivanna Offshore Partners, Ltd.

/s/ Jack E. Sorensen

Jack e. Sorensen, for (i) himself;
(ii) as Manager of Rivanna Capital,
LLC, for itself and as the General
Partner of Rivanna Partners, L.P.
and Rivanna Long Bias, L.P.; and
(iii) as the Investment Manager of
Rivanna Offshore Partners, Ltd.