

Scorpio Tankers Inc.
Form SC 13G/A
December 09, 2013

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

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934
(Amendment No. 2-)*

Scorpio Tankers Inc.
(Name of Issuer)

Common Stock, par value \$0.01 per share
(Title of Class of Securities)

Y7542C106
(CUSIP Number)

November 29, 2013
(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 the disclosures provided in a prior cover page.

The information required in 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 ("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).

CUSIP No. Y7542C106

Page 2 of 10 Pages

- 1 NAME OF REPORTING PERSON
Galahad Securities Limited
- 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
- | | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 0 |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | 11,532,250 (1) |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | | 11,532,250 (1) |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
11,532,250
- 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) £
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
6.15% of the total shares of Common Stock*
- 12 TYPE OF REPORTING PERSON (See Instructions)
CO

(1) Shared with the other Reporting Persons (defined below) solely by virtue of the fact that Galahad Securities Limited ("GSL"), the holder of these shares, is a direct wholly owned subsidiary of Legatum Capital Limited ("LCL"), and an indirect wholly owned subsidiary of each other Reporting Person.

* Based on a total of 187,656,424 shares of Common Stock, par value \$0.01 per share (the "Stock"), as last reported by the Issuer in a prospectus supplement filed with the U.S. Securities and Exchange Commission pursuant to Rule 424(b)(5) on August 2, 2013.

CUSIP No. Y7542C106

Page 3 of 10 Pages

- 1 NAME OF REPORTING PERSON
Legatum Capital Limited
- 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
- | | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 0 |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | 11,532,250 (1) |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | | 11,532,250 (1) |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
11,532,250
- 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) £
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
6.15% of the total shares of Common Stock*
- 12 TYPE OF REPORTING PERSON (See Instructions)
CO

(1) Shared with the other Reporting Persons (defined below) solely by virtue of the fact that GSL, the holder of these shares, is a direct wholly owned subsidiary of LCL, and an indirect wholly owned subsidiary of each other Reporting Person.

* Based on a total of 187,656,424 shares of Stock, as last reported by the Issuer in a prospectus supplement filed with the U.S. Securities and Exchange Commission pursuant to Rule 424(b)(5) on August 2, 2013.

CUSIP No. Y7542C106

Page 4 of 10 Pages

- 1 NAME OF REPORTING PERSON
Legatum Global Holdings Limited
- 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
- | | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 0 |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | 11,532,250 (1) |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | | 11,532,250 (1) |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
11,532,250
- 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) £
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
6.15% of the total shares of Common Stock*
- 12 TYPE OF REPORTING PERSON (See Instructions)
CO

(1) Shared with the other Reporting Persons (defined below) solely by virtue of the fact that GSL, the holder of these shares, is a direct wholly owned subsidiary of LCL, and an indirect wholly owned subsidiary of each other Reporting Person.

* Based on a total of 187,656,424 shares of Stock, as last reported by the Issuer in a prospectus supplement filed with the U.S. Securities and Exchange Commission pursuant to Rule 424(b)(5) on August 2, 2013.

CUSIP No. Y7542C106

Page 5 of 10 Pages

- 1 NAME OF REPORTING PERSON
Senate Limited, acting on behalf of that certain trust formed under the law of the Cayman Islands as of 1 July 1996
- 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
The Cayman Islands
- | | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 0 |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | 11,532,250 (1) |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | | 11,532,250 (1) |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
11,532,250
- 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) £
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
6.15% of the total shares of Common Stock*
- 12 TYPE OF REPORTING PERSON (See Instructions)
OO

- (1) Shared with the other Reporting Persons (defined below) solely by virtue of the fact that GSL, the holder of these shares, is a direct wholly owned subsidiary of LCL, and an indirect wholly owned subsidiary of each other Reporting Person.

* Based on a total of 187,656,424 shares of Stock, as last reported by the Issuer in a prospectus supplement filed with the U.S. Securities and Exchange Commission pursuant to Rule 424(b)(5) on August 2, 2013.

Item 1.

- (a) Name of Issuer:
Scorpio Tankers Inc.
- (b) Address of Issuer's Principal Executive Offices:
9, Boulevard Charles III Monaco 98000

Item 2.

- (a) Name of Person Filing:
(i) Galahad Securities Limited ("GSL")
(ii) Legatum Capital Limited ("LCL")
(iii) Legatum Global Holdings Limited
(iv) Senate Limited, acting on behalf of that certain trust formed under the laws of the Cayman Islands as of 1 July 1996
Each of the entities (i) through (iv) above is a "Reporting Person" and collectively, the "Reporting Persons."
- (b) Address of Principal Business Office, or if none, Residence:
For each of Reporting Persons (i)-(iv):
Level 3, Legatum Plaza, PO Box 506625, DIFC, Dubai, UAE
- (c) Citizenship:
For each of Reporting Persons (i)-(iii): British Virgin Islands
For Reporting Person (iv): The Cayman Islands
- (d) Title of Class of Securities:
Common Stock, par value of \$0.01 per share ("Stock")
- (e) CUSIP Number:
Y7542C106