

OVERSEAS SHIPHOLDING GROUP INC  
Form 8-K  
April 18, 2014

United States  
Securities and Exchange Commission  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the  
Securities Exchange Act of 1934

April 17, 2014  
Date of Report (Date of earliest event reported)

Overseas Shipholding Group, Inc.  
(Exact Name of Registrant as Specified in Charter)

1-6479-1  
Commission File Number

Delaware  
(State or other jurisdiction of incorporation or  
organization)

13-2637623  
(I.R.S. Employer Identification  
Number)

1301 Avenue of the Americas  
New York, New York 10019

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code (212) 953-4100

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 8. Other Events

Item 8.01 Other Events

On April 17, 2014, Overseas Shipholding Group, Inc. (the "Registrant") issued a press release announcing today that U.S. ownership of its common stock at the close of business on April 15, 2014 was 77 percent. This is the minimum percentage of shares that must be owned by United States citizens in order to preserve the status of the Registrant as a Jones Act company, in accordance with the Registrant's charter and bylaws. A copy of the press release is hereby furnished to the Securities and Exchange Commission and is attached as Exhibit 99.

Section 9 - Financial Statements and Exhibits.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit No. | Description                        |
|-------------|------------------------------------|
| 99          | Press Release dated April 17, 2014 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OVERSEAS SHIPHOLDING GROUP, INC.  
(Registrant)

Date: April 17, 2014

By: /s/James I. Edelson  
Title: James I. Edelson  
Name: Senior Vice President,  
General Counsel and Secretary

EXHIBIT INDEX

| Exhibit No. | Description                        |
|-------------|------------------------------------|
| 99          | Press Release dated April 17, 2014 |