

OVERSEAS SHIPHOLDING GROUP INC  
Form 8-K  
April 16, 2008

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

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**FORM 8-K  
CURRENT REPORT**

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

**April 16, 2008**  
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)

**666 Third Avenue**  
**New York, New York 10017**  
(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:

- 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 16, 2008, 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, 2008 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

<u>Exhibit No.</u>	<u>Description</u>
99	Press Release dated April 16, 2008

**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 16, 2008

By: /s/James I. Edelson  
Name: James I. Edelson  
Title: General Counsel and Secretary





**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99	Press Release dated April 16, 2008