

Navigator Holdings Ltd.
Form 6-K
October 31, 2016

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

Form 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of October 2016

Commission File Number 001-36202

NAVIGATOR HOLDINGS LTD.

(Exact name of Registrant as specified in its Charter)

21 Palmer Street
London, SW1H 0AD
United Kingdom

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(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b)(1).

Yes No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b)(7).

Yes No

ITEM 1 INFORMATION CONTAINED IN THIS FORM 6-K REPORT

On October 28, 2016, Navigator Gas L.L.C. (the Borrower) and Navigator Holdings Ltd. (the Company) entered into a secured facility agreement (the Facility Agreement) with ABN-AMRO, DVB Bank, Skandinaviska Enskilda Banken (SEB) and Nordea Bank pursuant to which such lenders made available to the Borrower an aggregate amount of up to \$220,000,000 as of the date of the Facility Agreement, subject to the terms and conditions set forth in the Facility Agreement, to refinance two existing loan facilities that are due to mature in April 2017 and to provide delivery financing of up to a maximum of 70% of the fair market value of the Company s final newbuilding, *Navigator Jorf*.

The Facility Agreement consists of a term loan facility, revolving credit facility and newbuilding term loan facility related to the partial financing of the delivery of the *Navigator Jorf*. Obligations under the Facility Agreement are guaranteed by the Company. The Facility Agreement matures in seven years, bears interest at an annual rate of U.S. LIBOR plus a margin of 2.6% and will be secured by ten of the Company s vessels. The Facility Agreement contains certain conditions, covenants and events of default.

The description of the Facility Agreement contained in this Report on Form 6-K does not purport to be complete and is qualified in its entirety by reference to the full text of the Facility Agreement which is filed herewith as Exhibit 10.1, and incorporated herein by reference.

ITEM 2 EXHIBITS

The following exhibits are filed as part of this Report on Form 6-K:

| Exhibit No. | Description |
|-------------|---|
| 10.1 | \$220,000,000 Secured Facility Agreement, dated October 28, 2016, by and among Navigator Gas L.L.C as borrower, Navigator Holdings Ltd., as guarantor, and the lenders named therein. |

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, thereunto duly authorized.

NAVIGATOR HOLDINGS LTD.

Date: October 31, 2016

By: /s/ Niall J Nolan
Name: Niall J Nolan
Title: Chief Financial Officer