

OVERSEAS SHIPHOLDING GROUP INC  
Form 8-K  
October 29, 2004

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

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October 27, 2004

Date of Report (Date of earliest event reported)

Overseas Shipholding Group, Inc.

(Exact Name of Registrant as Specified in Charter)

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1-6479-1

Commission File Number

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Delaware

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13-2637623

(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification Number)

511 Fifth Avenue  
New York, New York 10017

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code

(212) 953-4100

Item 2.02 Results of Operations and Financial Condition.

Copies of (a) the press release that Overseas Shipholding Group, Inc. (the "Registrant") issued on October 27, 2004 announcing its financial results for the third quarter ended September 30, 2004 and (b) a press release that the Registrant issued later in the same day correcting one number set forth in an appendix to the earlier release, are being furnished to the Securities and Exchange Commission and are attached as Exhibit 99.1 and 99.2, respectively.

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: October 29, 2004

By:           /s/Robert N. Cowen          

Name: Robert N. Cowen

Title: Senior Vice President, Chief

Operating Officer and Secretary