

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * LC9 Skipper, L.P. <small>(Last) (First) (Middle)</small> 599 WEST PUTNAM AVENUE, SUITE 200 <small>(Street)</small> GREENWICH, CT 06830 <small>(City) (State) (Zip)</small>	2. Date of Event Requiring Statement (Month/Day/Year) 05/28/2020	3. Issuer Name and Ticker or Trading Symbol Norwegian Cruise Line Holdings Ltd. [NCLH]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Ordinary Shares	62,000	I (1)	By Scott Dahnke

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Exchangeable Senior Notes due 2026	05/28/2020	(2)	Ordinary Shares	33,057,840 (3)	\$ 12.1	D (4)	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LC9 Skipper, L.P. 599 WEST PUTNAM AVENUE, SUITE 200 GREENWICH, CT 06830		X		
LC9 Managers Ltd. 599 WEST PUTNAM AVENUE GREENWICH, CT 06830		X		
Dahnke Scott Arnold 599 WEST PUTNAM AVENUE GREENWICH, CT 06830		X		
Chu James Michael 599 WEST PUTNAM AVENUE GREENWICH, CT 06830		X		

## Signatures

LC9 Skipper, L.P., By: LC9 Managers Ltd., /s/ Scott Dahnke, Name: Scott Dahnke, Title: Director	05/28/2020
<small>*Signature of Reporting Person</small>	Date
LC9 Managers Ltd., /s/ Scott Dahnke, Name: Scott Dahnke, Title: Director	05/28/2020

Signature of Reporting Person		Date
/s/ Scott Dahnke, Name: Scott Dahnke		05/28/2020
Signature of Reporting Person		Date
/s/ Michael Chu, Name: Michael Chu		05/28/2020
Signature of Reporting Person		Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents shares of the issuer held personally by Scott A. Dahnke. LC9 Skipper ("Skipper"), L.P., LC9 Managers Ltd. and J. Michael Chu expressly disclaim beneficial ownership of such securities.
- (2) The Exchangeable Senior Notes (the "Notes") issued by NCL Corporation Ltd., a wholly-owned subsidiary of Norwegian Cruise Line Holding Ltd. ("Holdings"), mature on June 1, 2026, subject to earlier redemption, repurchase or conversion in accordance with their terms.  
This is the number of shares of ordinary shares ("Ordinary Shares") of Holdings issuable upon exchange of the Notes as of the date of this filing and is based on the initial exchange rate of 82.6446 Ordinary Shares per \$1,000 principal amount exchanged. The number of Ordinary Shares issuable upon exchange is subject to increase based on anti-dilution adjustments set forth in the terms of the Notes. The number of Ordinary Shares issuable upon exchange also will increase on each semiannual interest payment date (June 1 and December 1), with no action or election by Skipper or of Holdings, at a rate of 7.0% per annum for the first year and 4.5% per annum for the following four years.
- (4) Skipper directly holds the Notes. LC9 Managers Ltd. is the general partner of Skipper. Scott A. Dahnke and J. Michael Chu are members of the managing board of LC9 Managers Ltd. By virtue of these relationships, LC9 Managers Ltd., Scott A. Dahnke and J. Michael Chu may be deemed to share voting and dispositive power with respect to the Ordinary Shares issuable upon exchange of the Notes. LC9 Managers Ltd., Scott A. Dahnke and J. Michael Chu expressly disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

### Remarks:

Exhibits:

Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Power of Attorney

Know all by these presents that the undersigned hereby constitutes and appoints each of David McPherson and Daniel Reid as the undersigned's true and lawful attorneys-in-fact to:

- (1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes, passwords, and passphrases enabling the undersigned to make electronic filings with the SEC of reports required by the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder and Schedules 13D and 13G in accordance with Section 13 of the Securities Exchange Act of 1934 and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 or Schedules 13D or 13G, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any securities exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that each such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned also ratifies hereby any action previously taken by each attorney-in-fact that would have been authorized by this power of attorney if it has been in effect at the time such action was taken. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is LC9 Skipper, L.P. (the "Company") assuming, any of the undersigned's responsibilities to comply with Sections 13 and 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 and Schedules 13D and 13G with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11 day of May, 2020.

LC9 Skipper, L.P.

By: /s/ Scott Dahnke

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Name: Scott Dahnke  
Title: Director

Power of Attorney

Know all by these presents that the undersigned hereby constitutes and appoints each of David McPherson and Daniel Reid as the undersigned's true and lawful attorneys-in-fact to:

- (1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes, passwords, and passphrases enabling the undersigned to make electronic filings with the SEC of reports required by the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder and Schedules 13D and 13G in accordance with Section 13 of the Securities Exchange Act of 1934 and the rules thereunder;

- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 or Schedules 13D or 13G, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any securities exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that each such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned also ratifies hereby any action previously taken by each attorney-in-fact that would have been authorized by this power of attorney if it has been in effect at the time such action was taken. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is LC9 Managers Ltd. (the "Company") assuming, any of the undersigned's responsibilities to comply with Sections 13 and 16 of the Securities Exchange Act of 1934.

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11 day of May, 2020.

LC9 Managers Ltd.

By: /s/ Scott Dahnke

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Name: Scott Dahnke  
Title: Director