FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN 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 Ty | pe Response | s) | | 1 | | | | | | | | | | | |
|---|--|--------------------------------------|--|---|--------------------------------------|----------------------------|---|---|--------------------|------------------|---|---|---|--|-------------------------------------|
| 1. Name and Address of Reporting Person *Landry Mary E. | | | | 2. Issuer Name and Ticker or Trading Symbol Norwegian Cruise Line Holdings Ltd. [NCLH] | | | | | | LH] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
| | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/20/2018 | | | | | Office | r (give title belo | ow) | Other (specify b | elow) | | | |
| | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | |
| MIAMI, FL 33126 (City) (State) (Zip) | | | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial | | | | | | | Beneficially | ly Owned | | | | |
| 1.Title of Security (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | uired of | 1 | | 6. Ownership Form: Direct (D) | Beneficial Ownership | | |
| | | | | | | Code | V | Amou | nt (A) or (D) | Price | | | | or Indirect (I) (Instr. 4) | (Instr. 4) |
| Common Stock (1) 06/20/2 | | 06/20/2018 | | | A | | 1,541 (2) | A | \$ 0 | 1,541 | | | D | | |
| | | | | Derivative Sec | | | the f | orm dis | splays a o | curre eficia | ntly valid lly Owned | | spond unle trol numbe | | |
| 1 Tid C | l _a | 2 T | 3A. Deemed | e.g., puts, call | | i rrants, o j 5. | 1 - | | | – | | 0 D.: | 0. Manualtan | of 10. | 11 Notes |
| Security | 2. Conversion or Exercise Price of Derivative Security | | Execution Da Year) any | tte, if Transaction Code Year) (Instr. 8) | | Number and l | | ate Exercisable Expiration Date nth/Day/Year) | | Am Und Sec | itle and ount of derlying urities tr. 3 and | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | Ownership Form of Derivative Security: Direct (D) or Indirect | Beneficia Ownershi (Instr. 4) |
| | | | | Code | V | (A) (D) | Date Exer | cisable | Expiration Date | n Titl | Amount or Number of Shares | | | | |

Reporting Owners

| | Relationships | | | | | |
|--|---------------|--------------|---------|-------|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| Landry Mary E. 7665 CORPORATE CENTER DRIVE MIAMI, FL 33126 | X | | | | | |

Signatures

| /s/Daniel S. Farkas, as attorney-in-fact for Mary E. Landry | 06/21/2018 | | |
|---|------------|--|--|
| **Signature of Reporting Person | Date | | |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) Each restricted share unit represents the contingent right to receive one share of Norwegian Cruise Line Holdings Ltd.'s ("NCLH") common stock upon vesting.
- (2) Represents a grant of restricted share units under NCLH's Amended and Restated 2013 Performance Incentive Plan. The restricted share units will vest in one installment on January 2, 2019.

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.