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ORIENT EXPRESS HOTELS LTD
Form 8-K
November 15, 2002

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

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (EARLIEST EVENT REPORTED) NOVEMBER 14, 2002

ORIENT-EXPRESS HOTELS LTD.

(Exact name of registrant as specified in its charter)

BERMUDA

(State or other jurisdiction of incorporation)

1-16017

(Commission File Number)

98-0223493

(IRS Employer Identification No.)

41 CEDAR AVENUE
P.O. BOX HM 1179
HAMILTON HMEX, BERMUDA

(Address of principal executive offices) (Zip Code)

441-295-2244

(Registrant's telephone number, including area code)

NOT APPLICABLE

(Former name or former address, if changed since last report)

Item 5. Other Events.

Reference is hereby made to the Registrant's Registration Statement on Form S-3 (File No. 333-67268) filed with the Securities and Exchange Commission on August 10, 2001 and Amendment No. 1 to such Registration Statement filed with the Securities and Exchange Commission on August 17, 2001 (the "Registration Statement"), pursuant to which the Registrant registered 5,000,000 shares of its Class A Common Shares.

On November 14, 2002, the Registrant agreed to sell up to 3,100,000 shares of its class A common shares in an underwritten public offering pursuant to a pricing agreement (the "Pricing Agreement") among the Registrant, Sea Containers Ltd., Merrill Lynch, Pierce, Fenner & Smith Incorporated and Lazard

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Freres & Co. LLC. A copy of the Pricing Agreement is filed as Exhibit 1 to this Form 8-K.

Item 7. Financial Statements and Exhibits.

(c) Exhibits:

The exhibits listed below relate to the Registration Statement:

Exhibit Number -----	Description of Exhibit -----
1	Pricing Agreement dated November 14, 2002, among the Registrant, Sea Containers Ltd., MerrillLynch, Pierce, Fenner & Smith Incorporated and Lazard Freres & Co. LLC

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.

ORIENT-EXPRESS HOTELS LTD.

Date: November 14, 2002

By: /s/ Edwing S. Hetherington

Name: Edwin S. Hetherington
Title: Secretary

Exhibit Index

The following exhibit is filed herewith:

Exhibit Number -----	Description of Exhibit -----
1	Pricing Agreement dated November 14, 2002, among the Registrant, Sea Containers Ltd., MerrillLynch, Pierce, Fenner & Smith Incorporated and Lazard Freres & Co. LLC