

GENCO SHIPPING & TRADING LTD

Form 8-A12B

July 14, 2015

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

GENCO SHIPPING & TRADING LIMITED

(Exact name of registrant as specified in its charter)

The Republic of the Marshall Islands

(Jurisdiction of Incorporation or Organization)

98-043-9758

(I.R.S. Employer  
Identification No.)

299 Park Avenue, 12<sup>th</sup> Floor

New York, New York

(Address of Principal Executive Offices)

10171

(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: No. 333-203822

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class  
to be so registered

Name of each exchange on which  
each class is to be registered

Common Stock, par value \$0.01    The New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act:

None

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Item 1. Description of Registrant's Securities to be Registered

This Form 8-A is being filed in connection with the registrant's listing on the New York Stock Exchange. For a description of the Registrant's common stock, \$0.01 par value, reference is made to the information under the heading "Description of Genco Common Stock" contained in the Registrant's registration statement on Form S-4 (File No. 333-203822) as originally filed with the Securities and Exchange Commission (the "Commission") on May 4, 2015, as subsequently amended (as amended, the "Registration Statement"), which information is hereby incorporated by reference. Any form of prospectus subsequently filed by the Registrant with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, that constitutes part of the Registration Statement shall be deemed to be incorporated by reference herein.

Item 2. Exhibits

Exhibit Description

3.1 Second Amended and Restated Articles of Incorporation of the Company.(1)

3.2 Amended and Restated Bylaws of the Company.(1)

4.1 Form of Specimen Stock Certificate of the Company.(1)

(1) Incorporated by reference to the Company's Report on Form 8-K filed with the Securities and Exchange Commission on July 15, 2014.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Dated: July 14, 2015 GENCO SHIPPING & TRADING LIMITED

By: /s/ John C. Wobensmith

Name: John C. Wobensmith

Title: President (Principal Executive Officer)