

GENCO SHIPPING & TRADING LTD  
 Form 3  
 July 25, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |          |   |  |  |   |
|---|---------|----------|---|--|--|---|
| 1. Name and Address of Reporting Person *       |         |          | 2. Date of Event Requiring Statement  |  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |   |
| Centerbridge Capital Partners II (Cayman), L.P. |         |          | 07/09/2014  |  | GENCO SHIPPING & TRADING LTD [GNKSF]               |   |
| (Last)  | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer  |  |  | 5. If Amendment, Date Original Filed(Month/Day/Year)  |
| 375 PARK AVE, 12TH FLOOR                        |         |          | (Check all applicable)  |  |  | 6. Individual or Joint/Group Filing(Check Applicable Line)  |
| (Street)  |         |          | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  |  | <input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| NEW YORK, NY 10152                              |         |          |   |  |  |   |
| (City)  | (State) | (Zip)    |   |  |  |   |

**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)                            |
|---------------------------------|---|--|--|
| Common Stock                    | 2,837,673   | I  | See footnotes <u>(1)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> |
| Common Stock                    | 10,538,074  | I  | See footnotes <u>(2)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> |
| Common Stock                    | 2,610,848   | I  | See footnotes <u>(3)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> |
| Common Stock                    | 5,149,293   | I  | See footnotes <u>(4)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> |
| Common Stock                    | 59,740  | I  | See footnotes <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> |

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

SEC 1473 (7-02)

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

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date   | Title  | Amount or<br>Number of<br>Shares   |   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Centerbridge Capital Partners II (Cayman), L.P.<br>375 PARK AVE, 12TH FLOOR<br>NEW YORK, NY 10152                        | ^             | ^ X       | ^       | ^     |
| Centerbridge Capital Partners SBS II (Cayman), L.P.<br>375 PARK AVE, 12TH FLOOR<br>NEW YORK, NY 10152                    | ^             | ^ X       | ^       | ^     |
| Centerbridge Associates II (Cayman), L.P.<br>375 PARK AVE, 12TH FLOOR<br>NEW YORK, NY 10152                              | ^             | ^ X       | ^       | ^     |
| Centerbridge GP Investors II (Cayman), L.P.<br>375 PARK AVE, 12TH FLOOR<br>NEW YORK, NY 10152                            | ^             | ^ X       | ^       | ^     |
| CCP II Cayman GP Ltd.<br>375 PARK AVE, 12TH FLOOR<br>NEW YORK, NY 10152  | ^             | ^ X       | ^       | ^     |
| Centerbridge Special Credit Partners II AIV IV (Cayman), L.P.<br>375 PARK AVE, 12TH FLOOR<br>NEW YORK, NY 10152          | ^             | ^ X       | ^       | ^     |
| Centerbridge Special Credit Partners General Partner II (Cayman), L.P.<br>375 PARK AVE, 12TH FLOOR<br>NEW YORK, NY 10152 | ^             | ^ X       | ^       | ^     |
| Centerbridge Special GP Investors II (Cayman), L.P.<br>375 PARK AVE, 12TH FLOOR<br>NEW YORK, NY 10152                    | ^             | ^ X       | ^       | ^     |
| CSCP II Cayman GP Ltd.<br>375 PARK AVE, 12TH FLOOR<br>NEW YORK, NY 10152   | ^             | ^ X       | ^       | ^     |

## Signatures

Centerbridge Credit Partners, L.P., By: Centerbridge Credit Partners General Partner, L.P., its general partner, By: Centerbridge Credit GP Investors, L.L.C., its general partner, By: /s/ Jeffrey H. Aronson, Authorized Signatory

07/21/2014

\_\_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) These shares of Common Stock are held by Centerbridge Credit Partners, L.P. ("Credit Partners").
- (2) These shares of Common Stock are held by Centerbridge Capital Partners II (Cayman) L.P. ("Capital Partners II").
- (3) These shares of Common Stock are held by Centerbridge Special Credit Partners II AIV IV (Cayman), L.P. ("Special Credit Partners II").
- (4) These shares of Common Stock are held by Centerbridge Credit Partners Master, L.P. ("Credit Partners Master").
- (5) These shares of Common Stock are held by Centerbridge Capital Partners SBS II (Cayman) L.P. ("Capital Partners SBS II" and, together with Credit Partners, Credit Partners II, Special Credit Partners II and Credit Partners Master, the "Centerbridge Funds"). Centerbridge Credit GP Investors, L.L.C. ("GP Investors") is the general partner of Centerbridge Credit Partners General Partner, L.P. ("Credit GP"), which, in turn, is the general partner of Credit Partners, and, as such GP Investors and Credit GP may be deemed to beneficially own the securities held by Credit Partners. Centerbridge Credit Offshore GP Investors, L.L.C. ("Offshore GP Investors") is the general partner of Centerbridge Credit Partners Offshore General Partner, L.P. ("Offshore GP"), which, in turn, is the general partner of Credit Partners Master, and, as such Offshore GP Investors and Offshore GP may be deemed to beneficially own the securities held by Credit Partners Master. (Continued in footnote 7)
- (6) CCP II Cayman GP Ltd. ("CCAP II Cayman Ltd.") is the general partner of Centerbridge GP Investors II (Cayman), L.P. ("CGPI II Cayman"), which, in turn is the general partner of Centerbridge Associates II (Cayman), L.P. ("CA II Cayman"), which, in turn, is the general partner of Capital Partners II and Credit Partners SBS II, and, as such CCAP II Cayman Ltd., CGPI II Cayman and CA II Cayman may be deemed to beneficially own the securities held by Capital Partners II and Capital Partners SBS II. (Continued in footnote 8)
- (7) CSCP II Cayman GP Ltd. ("CSCP II Cayman Ltd.") is the general partner of Centerbridge Special GP Investors II (Cayman), L.P. ("CSCGPI II Cayman"), which, in turn is the general partner of Centerbridge Special Credit Partners General Partner II (Cayman), L.P. ("CSCP GP II Cayman" and collectively with the Centerbridge Funds, GP Investors, Credit GP, Offshore GP Investors, Offshore GP, CCAP II Cayman Ltd., CGPI II Cayman, CA II Cayman, CSCP II Cayman Ltd., CSCGPI II Cayman, Mark T. Gallogly and Jeffrey H. Aronson, the "Reporting Persons" and each, a "Reporting Person"), which, in turn, is the general partner of Special Credit Partners II, and, as such CSCP II Cayman Ltd., CSCGPI II Cayman and CSCP GP II Cayman may be deemed to beneficially own the securities held by Special Credit Partners II. (Continued in footnote 9)
- (8) Messrs. Gallogly and Aronson are the managing members of each of GP Investors, Offshore GP Investors, Centerbridge GP Investors II, LLC, which serves as the director of CCP II Cayman Ltd., and Centerbridge Special GP Investors II, L.L.C., which serves as the director of CSCP II Cayman Ltd., and, as such may be deemed to beneficially own the securities held by the Centerbridge Funds. (Continued in footnote 10)
- (9) The filing of this statement by the Reporting Persons shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise, such Reporting Persons are the beneficial owners of the securities reported herein and each of the Reporting Persons expressly disclaims beneficial ownership of the securities reported herein for purposes of Section 16 of the Securities Act, except to the extent of such Reporting Person's pecuniary interest therein.
- (10)

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**Remarks:**

The information on this Form 3 was first filed electronically on July 21, 2014 under the EDGAR

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

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