

GOLDENTREE ASSET MANAGEMENT LP

Form 4

November 19, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *

GOLDENTREE ASSET
MANAGEMENT LP

(Last) (First) (Middle)

300 PARK AVENUE, 21ST FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

Eagle Bulk Shipping Inc. [EGLE]

3. Date of Earliest Transaction

(Month/Day/Year)

11/15/2018

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director

☒ 10% Owner____ Officer (give title
below)____ Other (specify
below)6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person

☒ Form filed by More than One Reporting
Person**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|---|---|--------------------------------------|---|--|---|---|
| Common Stock, par value \$0.01 per share ("Common Stock") | 11/15/2018 | | P | 10,664 | A \$ 4.6673 (17) | 979,295 | I See footnotes (1) (2) |
| Common Stock | 11/15/2018 | | P | 13,621 | A \$ 4.6673 (17) | 1,231,790 | I See footnotes (1) (3) |
| Common Stock | 11/15/2018 | | P | 66,394 | A \$ 4.6673 (17) | 6,097,077 | I See footnotes (1) (4) |

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| | | | | | | | | |
|--------------|------------|-------------------|---------|---|-----------------------------|-----------|---|-----------------------------|
| Common Stock | 11/15/2018 | P | 2,675 | A | \$ <u>4.6673</u> (17) | 30,860 | I | See footnotes (1) (5) |
| Common Stock | 11/16/2018 | P | 10,639 | A | \$ <u>4.5817</u> (18) | 989,934 | I | See footnotes (1) (2) |
| Common Stock | 11/16/2018 | P | 13,589 | A | \$ <u>4.5817</u> (18) | 1,245,379 | I | See footnotes (1) (3) |
| Common Stock | 11/16/2018 | P | 66,237 | A | \$ <u>4.5817</u> (18) | 6,163,314 | I | See footnotes (1) (4) |
| Common Stock | 11/16/2018 | P | 2,668 | A | \$ <u>4.5817</u> (18) | 33,528 | I | See footnotes (1) (5) |
| Common Stock | 11/16/2018 | X ⁽¹⁹⁾ | 15,910 | A | \$ 4.72 | 1,005,844 | I | See footnotes (1) (2) |
| Common Stock | 11/16/2018 | X ⁽¹⁹⁾ | 20,323 | A | \$ 4.72 | 1,265,702 | I | See footnotes (1) (3) |
| Common Stock | 11/16/2018 | X ⁽¹⁹⁾ | 99,065 | A | \$ 4.72 | 6,262,379 | I | See footnotes (1) (4) |
| Common Stock | 11/16/2018 | X ⁽¹⁹⁾ | 135,298 | D | \$ 4.72 | 0 | I | See footnotes (1) (6) |
| Common Stock | 11/19/2018 | P | 7,972 | A | \$ <u>4.5266</u> (20) | 1,013,816 | I | See footnotes (1) (2) |
| Common Stock | 11/19/2018 | P | 10,183 | A | \$ <u>4.5266</u> (20) | 1,275,885 | I | See footnotes (1) (3) |
| Common Stock | 11/19/2018 | P | 49,637 | A | \$ <u>4.5266</u> (20) | 6,312,016 | I | See footnotes (1) (4) |
| Common Stock | 11/19/2018 | P | 1,999 | A | \$ <u>4.5266</u> (20) | 35,527 | I | See footnotes (1) (5) |
| Common Stock | 11/19/2018 | P | 2,185 | A | \$ <u>4.5266</u> (20) | 1,016,001 | I | See footnotes (1) (2) |
| Common Stock | 11/19/2018 | P | 2,791 | A | \$ 4.5266 | 1,278,676 | I | See footnotes |

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| | | | | | <u>(20)</u> | | | <u>(1) (3)</u> |
|--------------|------------|---|--------|---|-----------------------------|-----------|-------------------|-------------------------------------|
| Common Stock | 11/19/2018 | P | 13,601 | A | \$ <u>(20)</u> 4,5266 | 6,325,617 | I | See footnotes <u>(1) (4)</u> |
| Common Stock | 11/19/2018 | P | 1,662 | A | \$ <u>(20)</u> 4,5266 | 37,189 | I | See footnotes <u>(1) (5)</u> |
| Common Stock | | | | | | 3,025,904 | I | See footnotes <u>(1) (7)</u> |
| Common Stock | | | | | | 21,889 | I | See footnotes <u>(1) (8)</u> |
| Common Stock | | | | | | 290,845 | I | See footnotes <u>(1) (9)</u> |
| Common Stock | | | | | | 2,748 | D <u>(1) (10)</u> | |
| Common Stock | | | | | | 8,483 | I | See footnotes <u>(1) (11)</u> |
| Common Stock | | | | | | 19,267 | I | See footnotes <u>(1) (12)</u> |
| Common Stock | | | | | | 3,215 | I | See footnotes <u>(1) (13)</u> |
| Common Stock | | | | | | 34,001 | I | See footnotes <u>(1) (14)</u> |
| Common Stock | | | | | | 450 | I | See footnotes <u>(1) (15)</u> |
| Common Stock | | | | | | 245,095 | I | See footnotes <u>(1) (16)</u> |

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

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.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reported Transaction (Instr. 6) |
|---|--|---|---|--------------------------------------|--|--|-----|---|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GOLDENTREE ASSET MANAGEMENT LP 300 PARK AVENUE 21ST FLOOR NEW YORK, NY 10022 | | X | | |
| GoldenTree Asset Management LLC 300 PARK AVENUE 21ST FLOOR NEW YORK, NY 10022 | | X | | |
| Tananbaum Steven A. 300 PARK AVENUE 21ST FLOOR NEW YORK, NY 10022 | | X | | |

Signatures

| | |
|---|---------------|
| GoldenTree Asset Management LLC, its General Partner, /s/ Steven A. Tananbaum | 11/19/2018 |
| _____ **Signature of Reporting Person | _____ Date |
| GoldenTree Asset Management LLC, /s/ Steven A. Tananbaum | 11/19/2018 |
| _____ **Signature of Reporting Person | _____ Date |
| /s/ Steven A. Tananbaum | 11/19/2018 |
| _____ **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) See Exhibit 99.1
- (2) See Exhibit 99.1

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- (3) See Exhibit 99.1
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- (7) See Exhibit 99.1
- (8) See Exhibit 99.1
- (9) See Exhibit 99.1
- (10) See Exhibit 99.1
- (11) See Exhibit 99.1
- (12) See Exhibit 99.1
- (13) See Exhibit 99.1
- (14) See Exhibit 99.1
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- (16) See Exhibit 99.1
- (17) See Exhibit 99.1
- (18) See Exhibit 99.1
- (19) See Exhibit 99.1
- (20) See Exhibit 99.1

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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