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GOLDENTREE ASSET MANAGEMENT LP

Form 4

February 14, 2019

FORM 4

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

OMB Number:

3235-0287

0.5

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

(Middle)

January 31, Expires: 2005

OMB APPROVAL

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burden hours per response...

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

subject to

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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **GOLDENTREE ASSET**

(First)

MANAGEMENT LP

2. Issuer Name and Ticker or Trading

Symbol

Eagle Bulk Shipping Inc. [EGLE]

3. Date of Earliest Transaction

(Month/Day/Year)

300 PARK AVENUE, 21ST FLOOR 02/12/2019

Director X__ 10% Owner Other (specify Officer (give title

(Check all applicable)

5. Relationship of Reporting Person(s) to

below)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Form filed by One Reporting Person _X_ Form filed by More than One Reporting

Person

Issuer

NEW YORK, NY 10022

(City)	(State) (Z	ip) Table	I - Non-De	erivative Se	curiti	es Acqu	ired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock, par value \$0.01 per share ("Common Stock").	02/12/2019		Р	15,070	A	\$ 4.54 (15)	1,112,310	I	See footnotes (1) (2)
Common Stock	02/12/2019		P	19,249	A	\$ 4.54 (15)	1,401,691	I	See footnotes (1) (3)
Common Stock	02/12/2019		P	93,825	A	\$ 4.54 (15)	6,925,229	I	See footnotes (1) (4)

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Common Stock	02/12/2019	P	3,780	A	\$ 4.54 (15)	309,313	I	See footnotes (1) (5)
Common Stock	02/13/2019	P	4,848	A	\$ 4.59 (16)	1,117,158	I	See footnotes (1) (2)
Common Stock	02/13/2019	P	6,192	A	\$ 4.59 (16)	1,407,883	I	See footnotes (1) (3)
Common Stock	02/13/2019	P	30,183	A	\$ 4.59 (16)	6,955,412	I	See footnotes (1) (4)
Common Stock	02/13/2019	P	1,216	A	\$ 4.59 (16)	310,592	I	See footnotes (1) (5)
Common Stock						3,025,904	I	See footnotes (1) (6)
Common Stock						21,889	I	See footnotes (1) (7)
Common Stock						290,845	I	See footnotes (1) (8)
Common Stock						8,483	I	See footnotes (1) (9)
Common Stock						19,267	I	See footnotes (1) (10)
Common Stock						3,215	I	See footnotes (1) (11)
Common Stock						34,001	I	See footnotes (1) (12)
Common Stock						450	I	See footnotes (1) (13)
Common Stock						3	I	See footnotes

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable	Date	Titic	of		
				Code V	(A) (D)				Shares		
				Code V	(II)				Dilaics		

Relationships

Reporting Owners

Reporting Owner Name / Address	Kelationships					
. 0	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 LP, By: GoldenTree Asset Management LLC, its General Partner, /s/ Steven A. Tananbaum, Managing Member

02/14/2019

**Signature of Reporting Person

Date

GoldenTree Asset Management LLC, /s/ Steven A. Tananbaum, Managing Member

02/14/2019 Date

**Signature of Reporting Person

Reporting Owners 3

/s/ Steven A. Tananbaum 02/14/2019

**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
- (3) See Exhibit 99.1
- (4) See Exhibit 99.1
- (5) See Exhibit 99.1
- (6) See Exhibit 99.1
- (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
- (15) See Exhibit 99.1
- (16) 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. 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.

Signatures 4