

GENCO SHIPPING & TRADING LTD

Form SC 13D/A

February 18, 2016

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CUSIP No. Y2685T115

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

Genco Shipping and Trading Limited  
(Name of Issuer)

Common Stock, par value \$0.01 per share  
(Title of Class of Securities)

Y2685T115  
(CUSIP Number)

David B. Charnin  
Strategic Value Partners, LLC  
100 West Putnam Avenue  
Greenwich, CT 06830  
(203) 618-3500  
(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

February 17, 2016  
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



CUSIP No. Y2685T115

1. NAME OF REPORTING PERSON.

Strategic Value Partners, LLC

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (VOLUNTARY)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF	7.	SOLE VOTING POWER	0
SHARES	8.	SHARED VOTING POWER	12,633,679 (1)
BENEFICIALLY	9.	SOLE DISPOSITIVE POWER	0
OWNED BY	10.	SHARED DISPOSITIVE POWER	12,633,679 (1)

EACH  
REPORTING  
PERSON  
WITH

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
12,633,679 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 17.3% (2)

14. TYPE OF REPORTING PERSON

OO

(1) Consists of (i) 3,995,595 shares beneficially owned by Strategic Value Partners, LLC as the investment manager of Strategic Value Master Fund, Ltd. and (ii) 3,537,648 shares beneficially owned by SVP Special Situations III LLC as the investment manager of Strategic Value Special Situations Master Fund III, L.P., 1,005,475 shares beneficially owned by SVP Special Situations III-A LLC as the investment manager of Strategic Value Special Situations Offshore Fund III-A, L.P. and 4,094,961 shares beneficially owned by SVP Special Situations II LLC as the investment manager of Strategic Value Special Situations Master Fund II, L.P. which may also be deemed to be beneficially owned by Strategic Value Partners, LLC as the managing member of each such investment manager entity.

(2) Based on 72,898,234 shares of Common Stock outstanding as of November 13, 2015, as reported in the Issuer's Form 10-Q for the period ended September 30, 2015 filed with the Securities and Exchange Commission on November 13, 2015.

CUSIP No. Y2685T115

1. NAME OF REPORTING PERSON.

SVP Special Situations III LLC

2. I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (VOLUNTARY)  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS  
2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF	7.	SOLE VOTING POWER	0
SHARES	8.	SHARED VOTING POWER	3,537,648
BENEFICIALLY	9.	SOLE DISPOSITIVE POWER	0
OWNED BY	10.	SHARED DISPOSITIVE POWER	3,537,648

EACH  
REPORTING  
PERSON  
WITH

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
3,537,648

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 4.9% (1)

14. TYPE OF REPORTING PERSON

OO

(1) Based on 72,898,234 shares of Common Stock outstanding as of November 13, 2015, as reported in the Issuer's Form 10-Q for the period ended September 30, 2015 filed with the Securities and Exchange Commission on November 13, 2015.

CUSIP No. Y2685T115

1. NAME OF REPORTING PERSON.

SVP Special Situations III-A LLC

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (VOLUNTARY)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF	7.	SOLE VOTING POWER	0
SHARES	8.	SHARED VOTING POWER	1,005,475
BENEFICIALLY	9.	SOLE DISPOSITIVE POWER	0
OWNED BY	10.	SHARED DISPOSITIVE POWER	1,005,475

EACH  
REPORTING  
PERSON  
WITH

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,005,475

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.4% (1)

14. TYPE OF REPORTING PERSON

OO

(1) Based on 72,898,234 shares of Common Stock outstanding as of November 13, 2015, as reported in the Issuer's Form 10-Q for the period ended September 30, 2015 filed with the Securities and Exchange Commission on November 13, 2015.

CUSIP No. Y2685T115

1. NAME OF REPORTING PERSON.

SVP Special Situations II LLC

2. I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (VOLUNTARY)  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS  
2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF	7.	SOLE VOTING POWER	0
SHARES	8.	SHARED VOTING POWER	4,094,961
BENEFICIALLY	9.	SOLE DISPOSITIVE POWER	0
OWNED BY	10.	SHARED DISPOSITIVE POWER	4,094,961

EACH  
REPORTING  
PERSON  
WITH

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
4,094,961

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.6% (1)

14. TYPE OF REPORTING PERSON

OO

(1) Based on 72,898,234 shares of Common Stock outstanding as of November 13, 2015, as reported in the Issuer's Form 10-Q for the period ended September 30, 2015 filed with the Securities and Exchange Commission on November 13, 2015.

CUSIP No. Y2685T115

1. NAME OF REPORTING PERSON.

Victor Khosla

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (VOLUNTARY)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF	7.	SOLE VOTING POWER	0
SHARES	8.	SHARED VOTING POWER	12,633,679 (1)
BENEFICIALLY	9.	SOLE DISPOSITIVE POWER	0
OWNED BY	10.	SHARED DISPOSITIVE POWER	12,633,679 (1)

EACH  
REPORTING  
PERSON  
WITH

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
12,633,679 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 17.3% (2)

14. TYPE OF REPORTING PERSON

IN

(1) Consists of (i) 3,995,595 shares beneficially owned by Strategic Value Partners, LLC as the investment manager of Strategic Value Master Fund, Ltd. and (ii) 3,537,648 shares beneficially owned by SVP Special Situations III LLC as the investment manager of Strategic Value Special Situations Master Fund III, L.P., 1,005,475 shares beneficially owned by SVP Special Situations III-A LLC as the investment manager of Strategic Value Special Situations Offshore Fund III-A, L.P. and 4,094,961 shares beneficially owned by SVP Special Situations II LLC as the investment manager of Strategic Value Special Situations Master Fund II, L.P. which also may be deemed to be beneficially owned by Strategic Value Partners, LLC as the managing member of each such investment manager entity. Mr. Khosla is the sole member of Midwood Holdings, LLC, which is the managing member of Strategic Value Partners, LLC and is also the indirect majority owner and control person of Strategic Value Partners, LLC, SVP Special Situations III LLC, SVP Special Situations III-A LLC and SVP Special Situations II LLC.

(2) Based on 72,898,234 shares of Common Stock outstanding as of as of November 13, 2015, as reported in the Issuer's Form 10-Q for the period ended September 30, 2015 filed with the Securities and Exchange Commission on November 13, 2015.





CUSIP No. Y2685T115

AMENDMENT NO. 2 TO SCHEDULE 13D

Reference is hereby made to the statement on Schedule 13D filed with the Securities and Exchange Commission on behalf of the Reporting Persons with respect to the Common Stock of the Issuer on July 22, 2015 and Amendment No. 1 thereto filed on November 12, 2015 (as so amended, the "Schedule 13D"). Terms defined in the Schedule 13D are used herein as so defined.

ITEM 4. Purpose of Transaction.

Item 4 is hereby amended and supplemented with the following:

On February 17, 2016, on the recommendation of its Nominating, Corporate Governance, and Conflicts Committee, the Issuer's Board of Directors appointed Peter Kirchof to serve as a director. Mr. Kirchof's term will expire at the Issuer's 2016 Annual Meeting of Shareholders. Mr. Kirchof is a Managing Director of SVP.

ITEM 5. Interest in Securities of the Issuer.

Items 5 (a) — (b) are hereby amended and restated to read in their entirety as follows:

(a) — (b) The information requested by this paragraph is incorporated herein by reference to the information provided on the cover pages to this Amendment No. 2 to Schedule 13D.

CUSIP No. Y2685T115

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 18, 2016

STRATEGIC VALUE PARTNERS, LLC

By: /s/ James Dougherty  
Name: James Dougherty  
Title: Fund Chief Financial  
Officer

SVP SPECIAL SITUATIONS II LLC

By: /s/ James Dougherty  
Name: James Dougherty  
Title: Fund Chief Financial  
Officer

SVP SPECIAL SITUATIONS III LLC

By: /s/ James Dougherty  
Name: James Dougherty  
Title: Fund Chief Financial  
Officer

SVP SPECIAL SITUATIONS III-A LLC

By: /s/ James Dougherty  
Name: James Dougherty  
Title: Fund Chief Financial  
Officer

/s/ Victor Khosla  
Victor Khosla

