

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person -*</b>  <b>HAINES KATHLEEN C</b>  (Last) (First) (Middle)  <b>C/O GENCO SHIPPING &amp; TRADING LIMITED, 299 PARK AVENUE, 12TH FLOOR</b>  (Street)  <b>NEW YORK, NY 10171</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>GENCO SHIPPING &amp; TRADING LTD [GNK]</b>	<b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b>  <input checked="" type="checkbox"/> Director <span style="float:right">_____ 10% Owner</span> _____ Officer (give title below) <span style="float:right">_____ Other (specify below)</span>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>3/17/2021</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)(2)	3/17/2021		A		15.8 (6)	(1)	(1)	Common Stock	15.8	\$0	9256.26	D	
Restricted Stock Units	(2)(3)	3/17/2021		A		8.94 (6)	(3)	(3)	Common Stock	8.94	\$0	5241.42	D	
Restricted Stock Units	(2)(4)	3/17/2021		A		18.54 (6)	(4)	(4)	Common Stock	18.54	\$0	10866.38	D	
Restricted Stock Units	(2)(5)	3/17/2021		A		24.43 (6)	(5)	(5)	Common Stock	24.43	\$0	14317.45	D	

**Explanation of Responses:**

- (1) These restricted stock units vested on May 15, 2018.
- (2) Each restricted stock unit represents the right to receive one share of the issuer's common stock, or in the sole discretion of the issuer's Compensation Committee, the value of a share of common stock on the date that the restricted stock unit vests.
- (3) These restricted stock units vested on May 15, 2019.
- (4) These RSUs vested on July 15, 2020.
- (5) These restricted stock units generally vest on the earlier of (i) the date of the annual shareholders meeting of the issuer next following the date of the grant and (ii) the date that is fourteen months after the date of the grant.
- (6) Represents additional RSUs granted in lieu of the right to receive the amount of cash dividends paid on the common stock underlying the previously outstanding RSUs pursuant to an amendment to the governing RSU agreements dated December 4, 2019. The number of additional RSUs is calculated by dividing the amount of the dividend by the closing price per share of the issuer's common stock on the dividend payment date.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAINES KATHLEEN C C/O GENCO SHIPPING & TRADING LIMITED 299 PARK AVENUE, 12TH FLOOR	X			

**Signatures**

/s/ Kathleen C. Haines

3/19/2021

—Signature of Reporting Person

Date

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

\* 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).

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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