

# FORM 4

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

OMB APPROVAL  
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[ ] Check this box if no longer  
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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

|   |  |   |  |   |  |
|---|--|---|--|---|--|
| 1. Name and Address of Reporting Person *                               |  | 2. Issuer Name and Ticker or Trading Symbol       |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)  |  |
| REGAN ARTHUR L  |  | GENCO SHIPPING & TRADING LTD<br>[ GNK ]           |  | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |
| (Last)                      (First)                      (Middle)       |  | 3. Date of Earliest Transaction (MM/DD/YYYY)      |  |   |  |
| C/O GENCO SHIPPING & TRADING<br>LIMITED, 299 PARK AVENUE, 12TH<br>FLOOR |  | 8/25/2021   |  |   |  |
| (Street)  |  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) |  | 6. Individual or Joint/Group Filing (Check Applicable Line)   |  |
| NEW YORK, NY 10171  |  |   |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                                       |  |
| (City)                      (State)                      (Zip)          |  |   |  |   |  |

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

| 1. Title of Security<br>(Instr. 3) | 2. Trans. Date | 2A. Deemed<br>Execution<br>Date, if any | 3. Trans. Code<br>(Instr. 8) |   | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |               |       | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|----------------|---|------------------------------|---|---|---------------|-------|---|---|---|
|                                    |                |   | Code                         | V | Amount  | (A) or<br>(D) | Price |   |   |   |
| Common Stock                       |                |   |                              |   |   |               |       | 29853   | D   |   |

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

| 1. Title of<br>Derivate Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans.<br>Date | 3A. Deemed<br>Execution<br>Date, if any | 4. Trans.<br>Code<br>(Instr. 8) |   | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |     | 6. Date Exercisable and<br>Expiration Date |                    | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|--|-------------------|---|---------------------------------|---|--|-----|--|--------------------|--|----------------------------------|---|--|---|--|
|  |  |                   |   | Code                            | V | (A)  | (D) | Date<br>Exercisable                        | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |   |  |   |  |
| Restricted Stock<br>Units                      | (1)(2)   |                   |   |                                 |   |  |     | (2)  | (2)                | Common<br>Stock  | 18428                            |   | 18428  | D   |  |
| Restricted Stock<br>Units                      | (1)(3)   |                   |   |                                 |   |  |     | (3)  | (3)                | Common<br>Stock  | 18886                            |   | 18886  | D   |  |
| Option   | \$7.06   |                   |   |                                 |   |  |     | 2/25/2021 (4)                              | 2/25/2026          | Common<br>Stock  | 58180                            |   | 58180  | D   |  |
| Restricted Stock<br>Units                      | (1)(5)   |                   |   |                                 |   |  |     | (5)  | (5)                | Common<br>Stock  | 6456                             |   | 6456   | D   |  |
| Option   | \$8.065  |                   |   |                                 |   |  |     | 3/4/2020 (6)                               | 3/4/2025           | Common<br>Stock  | 43919                            |   | 43919  | D   |  |
| Option   | \$13.365   |                   |   |                                 |   |  |     | 2/27/2019 (7)                              | 2/27/2024          | Common<br>Stock  | 26914                            |   | 26914  | D   |  |
| Restricted Stock<br>Units                      | (1)(8)   |                   |   |                                 |   |  |     | (8)  | (8)                | Common<br>Stock  | 16666                            |   | 16666  | D   |  |
| Restricted Stock<br>Units                      | (1)(9)   | 8/25/2021         |   | A                               |   | 28.67 (10)   |     | (9)  | (9)                | Common<br>Stock  | 28.67                            | \$0   | 5579.58  | D   |  |

### Explanation of Responses:

- 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.
- These restricted stock units generally vest in equal installments on each of the first three anniversaries of May 4, 2021, subject to postponement of settlement if the vesting occurs during a blackout period or other trading restriction.
- These restricted stock units generally vest in equal installments on each of the first three anniversaries of February 25, 2020, subject to postponement of settlement if the vesting occurs during a blackout period or other trading restriction.
- These options generally become exercisable in equal installments on each of the first three anniversaries of February 25, 2020.
- These restricted stock units generally vest in equal installments on each of the first three anniversaries of March 4, 2019, subject to postponement of settlement if the vesting occurs during a blackout period or other trading restriction.
- These options generally become exercisable in equal installments on each of the first three anniversaries of March 4, 2019.

- (7) These options generally became exercisable in equal installments on each of the first three anniversaries of February 27, 2018.
- (8) These restricted stock units vested on May 17, 2017.
- (9) These RSUs generally vest on the earlier of 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.
- (10) 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 the terms of the governing RSU agreements. 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 |
| <b>REGAN ARTHUR L<br/>C/O GENCO SHIPPING &amp; TRADING LIMITED<br/>299 PARK AVENUE, 12TH FLOOR<br/>NEW YORK, NY 10171</b> | <b>X</b>      |           |         |       |

**Signatures**

/s/ Arthur L. Regan

8/27/2021

—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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