

GENCO SHIPPING & TRADING LTD  
Form SC 13D/A  
September 17, 2015

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A

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

Genco Shipping & Trading Limited  
(Name of Issuer)

Common Stock, \$0.01 Par Value  
(Title of Class of Securities)

Y2685T115  
(CUSIP Number)

Susanne V. Clark  
c/o Centerbridge Partners, L.P.

375 Park Avenue

New York, NY 10152

(212) 672-5000  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and  
Communications)

September 16, 2015  
(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 Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. "

(Page 1 of 23 Pages)

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\* 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).

**1** NAME OF REPORTING PERSON

Centerbridge Credit Partners, L.P.

CHECK THE APPROPRIATE

**2** BOX IF A MEMBER (b) x OF A

GROUP SEC USE ONLY SOURCE OF FUNDS

**3**

**4** OO CHECK BOX IF DISCLOSURE OF LEGAL

**5** PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware SOLE VOTING POWER

**7**

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

-0- SHARED VOTING POWER 3,204,641 SOLE DISPOSITIVE POWER

**8**

-0- SHARED DISPOSITIVE POWER

**9**

3,204,641

**10**

**11** AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

3,204,641  
**12** CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES

**13** PERCENT OF CLASS  
REPRESENTED BY  
AMOUNT IN ROW (9)

4.4%  
**14** TYPE OF  
REPORTING PERSON

PN

**1** NAME OF REPORTING PERSON  
 Centerbridge Credit Partners General Partner, L.P.  
**2** CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP  
**3** SEC USE ONLY SOURCE OF FUNDS  
**4** OO  
 CHECK BOX IF DISCLOSURE OF LEGAL  
**5** PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF  
**6** ORGANIZATION  
 Delaware  
**7** NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
**8** SOLE VOTING POWER  
 -0-  
 SHARED VOTING POWER  
**9** 3,204,641 SOLE DISPOSITIVE POWER  
**10** -0- SHARED DISPOSITIVE

POWER

3,204,641

**11** AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

3,204,641  
CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..

**12** ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
**13** AMOUNT IN ROW (9)

4.4%  
TYPE OF  
REPORTING PERSON

**14** PN

**1** NAME OF REPORTING PERSON

Centerbridge Credit GP  
Investors, L.L.C.

**2** CHECK THE APPROPRIATE BOX IF A

MEMBER (b) x  
OF A  
GROUP

**3** SEC USE ONLY SOURCE OF FUNDS

**4** OO  
CHECK BOX IF  
DISCLOSURE OF  
LEGAL  
**5** PROCEEDING IS REQUIRED  
PURSUANT TO  
ITEMS 2(d) or 2(e)  
CITIZENSHIP OR  
**6** PLACE OF ORGANIZATION

Delaware

NUMBER OF  
SHARES  
BENEFICIALLY OWNED BY  
**7** EACH REPORTING PERSON WITH

SOLE  
VOTING  
POWER

-0-  
SHARED  
VOTING  
**8** POWER

**9** 3,204,641  
SOLE  
DISPOSITIVE  
POWER

**10** -0-  
SHARED  
DISPOSITIVE  
POWER

3,204,641  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
11 OWNED BY EACH  
REPORTING PERSON

3,204,641  
CHECK BOX  
IF THE  
AGGREGATE  
12 AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
13 REPRESENTED BY  
AMOUNT IN ROW (9)

4.4%  
TYPE OF  
14 REPORTING PERSON  
OO



**1** NAME OF REPORTING PERSON

Centerbridge Credit Partners Master, L.P.  
CHECK

**2** THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP

**3** SEC USE ONLY SOURCE OF FUNDS

**4** OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

**5** Cayman Islands

**6** NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

**7** SOLE VOTING POWER

**8** -0- SHARED VOTING POWER

**9** 5,818,546 SOLE DISPOSITIVE POWER

**10** -0- SHARED DISPOSITIVE POWER

5,818,546  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
11 OWNED BY EACH  
REPORTING PERSON

5,818,546  
CHECK BOX  
IF THE  
AGGREGATE  
12 AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
13 REPRESENTED BY  
AMOUNT IN ROW (9)

8.0%  
TYPE OF  
14 REPORTING PERSON  
PN

	NAME OF REPORTING PERSON
<b>1</b>	Centerbridge Credit Partners Offshore General Partner, L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
<b>2</b>	
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	
	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION
<b>5</b>	
<b>6</b>	Delaware
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
<b>7</b>	SOLE VOTING POWER
<b>8</b>	-0- SHARED VOTING POWER
	5,818,546
<b>9</b>	SOLE DISPOSITIVE POWER
<b>10</b>	-0- SHARED DISPOSITIVE

POWER

5,818,546

**11** AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

5,818,546

**12** CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
**13** AMOUNT IN ROW (9)

8.0%

**14** TYPE OF  
REPORTING PERSON

PN

**1** NAME OF REPORTING PERSON  
 Centerbridge Credit  
 Offshore GP Investors,  
 L.L.C.  
**2** CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP  
**3** SEC USE ONLY SOURCE OF FUNDS  
**4** OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION  
**5** Delaware  
**6** NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
**7** SOLE VOTING POWER  
 -0-  
**8** SHARED VOTING POWER  
**9** 5,818,546 SOLE DISPOSITIVE POWER  
**10** -0- SHARED DISPOSITIVE

POWER

5,818,546

**11** AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

5,818,546

**12** CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
**13** AMOUNT IN ROW (9)

8.0%

**14** TYPE OF  
REPORTING PERSON

OO

	NAME OF REPORTING PERSON
<b>1</b>	Centerbridge Capital Partners II (Cayman), L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
<b>2</b>	
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION
<b>5</b>	
<b>6</b>	Cayman Islands
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER
<b>7</b>	
	-0-
<b>8</b>	SHARED VOTING POWER
	10,520,805
<b>9</b>	SOLE DISPOSITIVE POWER
	-0-
<b>10</b>	SHARED DISPOSITIVE

POWER

10,520,805

**11** AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

10,520,805  
CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..

**12** ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
**13** AMOUNT IN ROW (9)

14.4%  
TYPE OF  
REPORTING PERSON

**14** PN



	NAME OF REPORTING PERSON
<b>1</b>	Centerbridge Capital Partners SBS II (Cayman), L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
<b>2</b>	
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION
<b>5</b>	
<b>6</b>	Cayman Islands
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER
<b>7</b>	-0-
<b>8</b>	SHARED VOTING POWER
<b>9</b>	77,008 SOLE DISPOSITIVE POWER
<b>10</b>	-0- SHARED DISPOSITIVE

POWER

77,008  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
**11** OWNED BY EACH  
REPORTING PERSON

77,008  
CHECK BOX  
IF THE  
AGGREGATE  
**12** AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
**13** AMOUNT IN ROW (9)

0.1%  
TYPE OF  
**14** REPORTING PERSON  
PN

<b>1</b>	NAME OF REPORTING PERSON
<b>2</b>	Centerbridge Associates II (Cayman), L.P. CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION
<b>5</b>	Cayman Islands
<b>6</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
<b>7</b>	SOLE VOTING POWER
<b>8</b>	-0- SHARED VOTING POWER
<b>9</b>	10,597,813 SOLE DISPOSITIVE POWER
<b>10</b>	-0- SHARED DISPOSITIVE POWER

10,597,813  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
11 OWNED BY EACH  
REPORTING PERSON

10,597,813  
CHECK BOX  
IF THE  
AGGREGATE  
12 AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
13 REPRESENTED BY  
AMOUNT IN ROW (9)

14.5%  
TYPE OF  
14 REPORTING PERSON  
PN

	NAME OF REPORTING PERSON
<b>1</b>	Centerbridge GP Investors II (Cayman), L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
<b>2</b>	
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION
<b>5</b>	
<b>6</b>	Cayman Islands
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER
<b>7</b>	
	-0-
<b>8</b>	SHARED VOTING POWER
	10,597,813
<b>9</b>	SOLE DISPOSITIVE POWER
	-0-
<b>10</b>	SHARED DISPOSITIVE

POWER

10,597,813

**11** AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

10,597,813  
CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..

**12** ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
**13** AMOUNT IN ROW (9)

14.5%  
TYPE OF  
REPORTING PERSON

**14** PN

**1** NAME OF REPORTING PERSON

CCP II Cayman GP Ltd.

CHECK

THE

APPROPRIATE

**2** BOX IF A

MEMBER (b) x

OF A

GROUP

**3** SEC USE ONLY

SOURCE OF FUNDS

**4** OO

CHECK BOX IF

DISCLOSURE OF

LEGAL

**5** PROCEEDING IS "

REQUIRED

PURSUANT TO

ITEMS 2(d) or 2(e)

CITIZENSHIP OR

PLACE OF

**6** ORGANIZATION

Cayman Islands

NUMBER OF  
SHARES  
BENEFICIALLY **7**  
OWNED BY

SOLE  
VOTING  
POWER

EACH  
REPORTING  
PERSON WITH

**8** -0-  
SHARED  
VOTING  
POWER

**9** 10,597,813  
SOLE  
DISPOSITIVE  
POWER

**10** -0-  
SHARED  
DISPOSITIVE  
POWER

10,597,813  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
11 OWNED BY EACH  
REPORTING PERSON

10,597,813  
CHECK BOX  
IF THE  
AGGREGATE  
12 AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
13 REPRESENTED BY  
AMOUNT IN ROW (9)

14.5%  
TYPE OF  
14 REPORTING PERSON  
CO



	NAME OF REPORTING PERSON
<b>1</b>	Centerbridge Special Credit Partners II AIV IV (Cayman), L.P.
	CHECK THE APPROPRIATE
<b>2</b>	BOX IF A MEMBER (b) x OF A GROUP
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	OO CHECK BOX IF DISCLOSURE OF LEGAL
<b>5</b>	PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION
	Cayman Islands
<b>6</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
<b>7</b>	SOLE VOTING POWER
<b>8</b>	-0- SHARED VOTING POWER
<b>9</b>	2,610,848 SOLE DISPOSITIVE POWER
<b>10</b>	-0- SHARED DISPOSITIVE

POWER

2,610,848

**11** AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

2,610,848

**12** CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
**13** AMOUNT IN ROW (9)

3.6%

**14** TYPE OF  
REPORTING PERSON

PN

	NAME OF REPORTING PERSON
<b>1</b>	Centerbridge Special Credit Partners General Partner II (Cayman), L.P.
	CHECK THE APPROPRIATE
<b>2</b>	BOX IF A MEMBER (b) x OF A GROUP
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	OO CHECK BOX IF DISCLOSURE OF LEGAL
<b>5</b>	PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION
	Cayman Islands
<b>6</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
	SOLE VOTING POWER
<b>7</b>	-0-
	SHARED VOTING POWER
<b>8</b>	2,610,848
	SOLE DISPOSITIVE POWER
<b>9</b>	-0-
<b>10</b>	

SHARED  
DISPOSITIVE  
POWER

2,610,848

11

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

2,610,848

12

CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES

13

PERCENT OF CLASS  
REPRESENTED BY  
AMOUNT IN ROW (9)

3.6%

14

TYPE OF  
REPORTING PERSON

PN

	NAME OF REPORTING PERSON
<b>1</b>	Centerbridge Special GP Investors II (Cayman), L.P.
	CHECK THE APPROPRIATE
<b>2</b>	BOX IF A MEMBER (b) x OF A GROUP
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	OO CHECK BOX IF DISCLOSURE OF LEGAL
<b>5</b>	PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION
	Cayman Islands
<b>6</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
<b>7</b>	SOLE VOTING POWER
<b>8</b>	-0- SHARED VOTING POWER
<b>9</b>	2,610,848 SOLE DISPOSITIVE POWER
<b>10</b>	-0- SHARED DISPOSITIVE

POWER

2,610,848

**11** AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

2,610,848

**12** CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
**13** AMOUNT IN ROW (9)

3.6%

**14** TYPE OF  
REPORTING PERSON

PN

<b>1</b>	NAME OF REPORTING PERSON
<b>2</b>	CSCP II Cayman GP Ltd. CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION
<b>5</b>	Cayman Islands
<b>6</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
<b>7</b>	SOLE VOTING POWER
<b>8</b>	-0- SHARED VOTING POWER
<b>9</b>	2,610,848 SOLE DISPOSITIVE POWER
<b>10</b>	-0- SHARED DISPOSITIVE POWER

2,610,848  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
11 OWNED BY EACH  
REPORTING PERSON

2,610,848  
CHECK BOX  
IF THE  
AGGREGATE  
12 AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
13 REPRESENTED BY  
AMOUNT IN ROW (9)

3.6%  
TYPE OF  
14 REPORTING PERSON  
CO



**1** NAME OF REPORTING PERSON

Centerbridge Special  
Credit Partners II, L.P.

**2** CHECK THE APPROPRIATE BOX IF A

MEMBER (b) x  
OF A  
GROUP

**3** SEC USE ONLY SOURCE OF FUNDS

**4** OO  
CHECK BOX IF  
DISCLOSURE OF  
LEGAL  
**5** PROCEEDING IS REQUIRED  
PURSUANT TO  
ITEMS 2(d) or 2(e)  
CITIZENSHIP OR  
**6** PLACE OF ORGANIZATION

Delaware

NUMBER OF  
SHARES  
BENEFICIALLY **7** OWNED BY

SOLE  
VOTING  
POWER

EACH  
REPORTING  
PERSON WITH

-0-  
SHARED  
VOTING  
**8** POWER

**9** 529,777  
SOLE  
DISPOSITIVE  
POWER

**10** -0-  
SHARED  
DISPOSITIVE  
POWER

529,777  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
11 OWNED BY EACH  
REPORTING PERSON

529,777  
CHECK BOX  
IF THE  
12 AGGREGATE  
AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
13 PERCENT OF CLASS  
REPRESENTED BY  
AMOUNT IN ROW (9)

0.7%  
TYPE OF  
14 REPORTING PERSON

PN

	NAME OF REPORTING PERSON
<b>1</b>	Centerbridge Special Credit Partners General Partner II, L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER(b) x OF A GROUP
<b>2</b>	
<b>3</b>	SEC USE ONLY SOURCE OF FUNDS
<b>4</b>	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING .. IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
<b>5</b>	
<b>6</b>	CITIZENSHIP OR PLACE OF ORGANIZATION
	Delaware
	SOLE VOTING POWER
<b>7</b>	
	-0- SHARED VOTING POWER
<b>8</b>	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	529,777 SOLE DISPOSITIVE POWER
<b>9</b>	
	-0-

10 SHARED  
DISPOSITIVE  
POWER

11 529,777  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

12 529,777  
CHECK  
BOX IF THE  
AGGREGATE  
AMOUNT ..  
IN ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
13 AMOUNT IN ROW  
(9)

14 0.7%  
TYPE OF  
REPORTING  
PERSON

PN

**1** NAME OF REPORTING PERSON

Centerbridge Special  
GP Investors II, L.L.C.

**2** CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP

**3** SEC USE ONLY SOURCE OF FUNDS

**4** OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware  
SOLE VOTING POWER

**8** NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

**9** SOLE DISPOSITIVE POWER

-0- SHARED VOTING POWER  
529,777 SOLE DISPOSITIVE POWER

**10** -0- SHARED DISPOSITIVE POWER

529,777

11 AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

529,777

12 CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES

13 PERCENT OF CLASS  
REPRESENTED BY  
AMOUNT IN ROW (9)

0.7%

14 TYPE OF  
REPORTING PERSON

OO

**1** NAME OF REPORTING PERSON

Mark T. Gallogly  
CHECK

**2** THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP

**3** SEC USE ONLY SOURCE OF FUNDS

**4** OO CHECK BOX IF DISCLOSURE OF LEGAL

**5** PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

**6** ORGANIZATION

United States  
SOLE VOTING POWER

**7** -0- SHARED VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH **8** 22,761,625 SOLE DISPOSITIVE POWER

**9** -0- SHARED DISPOSITIVE POWER

**10** 22,761,625

**11**

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

22,761,625

CHECK BOX

IF THE

AGGREGATE

AMOUNT IN ..

12

ROW (11)

EXCLUDES

CERTAIN

SHARES

PERCENT OF CLASS

REPRESENTED BY

13

AMOUNT IN ROW (9)

31.2%

TYPE OF

REPORTING PERSON

14

IN



**1** NAME OF REPORTING PERSON

Jeffrey H. Aronson  
CHECK

**2** THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP

**3** SEC USE ONLY SOURCE OF FUNDS

**4** OO CHECK BOX IF DISCLOSURE OF LEGAL

**5** PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

United States  
SOLE VOTING POWER

**7** -0- SHARED VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH **8** 22,761,625 SOLE DISPOSITIVE POWER

**9** -0- SHARED DISPOSITIVE POWER

**10** 22,761,625

**11**

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON

22,761,625

CHECK BOX

IF THE

AGGREGATE

AMOUNT IN ..

12

ROW (11)

EXCLUDES

CERTAIN

SHARES

PERCENT OF CLASS

REPRESENTED BY

13

AMOUNT IN ROW (9)

31.2%

TYPE OF

REPORTING PERSON

14

IN

CUSIP No. Y2685T115 SCHEDULE 13D/A Page 22 of 23 Pages

This Amendment No. 2 ("Amendment No. 2") amends and supplements the statement on Schedule 13D filed with the Securities and Exchange Commission (the "SEC") on July 21, 2014 (the "Original Schedule 13D"), as amended by Amendment No. 1 thereto ("Amendment No. 1" and the Original Schedule 13D as amended by Amendment No. 1 and this Amendment No. 2, the "Schedule 13D") filed with the SEC on July 23, 2015, with respect to the shares of common stock, par value \$0.01 per share (the "Common Stock"), of Genco Shipping & Trading Limited, a corporation organized under the laws of the Republic of the Marshall Islands (the "Issuer"). This Amendment No. 2 amends Item 4 as set forth below.

**Item**  
**4. PURPOSE OF TRANSACTION**

Item 4 of the Schedule 13D is hereby amended and supplemented as follows:

As disclosed in the Current Report on Form 8-K filed by the Issuer on September 17, 2015, effective on September 16, 2015 William P. Manuel, a Senior Managing Director of Centerbridge Partners, L.P., resigned from the Issuer's Board of Directors (the "Board").

The Board, on the recommendation of its Nominating Committee, selected Kevin Mahony, an associate at Centerbridge Partners, L.P., to succeed Mr. Manuel as a Class II director on the Board.

**SIGNATURES**

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: September 17, 2015

CENTERBRIDGE  
CREDIT  
PARTNERS, L.P.

By: Centerbridge  
Credit Partners

General Partner,  
L.P., its general  
partner  
By: Centerbridge  
Credit GP  
Investors, L.L.C.,  
its general partner

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
CREDIT  
PARTNERS  
GENERAL  
PARTNER, L.P.

By: Centerbridge  
Credit GP  
Investors, L.L.C.,  
its general partner

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

Centerbridge  
Credit GP  
Investors, L.L.C.

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
CREDIT  
PARTNERS  
MASTER, L.P.

By: Centerbridge  
Credit Partners  
Offshore General  
Partner, L.P., its  
general partner  
By: Centerbridge  
Credit Offshore  
GP Investors,  
L.L.C., its general  
partner

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
CREDIT  
PARTNERS  
OFFSHORE  
GENERAL  
PARTNER, L.P

By: Centerbridge  
Credit Offshore  
GP Investors,  
L.L.C., its general  
partner

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
CREDIT  
OFFSHORE GP  
INVESTORS,  
L.L.C.

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
CAPITAL  
PARTNERS II  
(CAYMAN), L.P.

By: Centerbridge  
Associates II  
(Cayman), L.P.,

its general partner  
By: Centerbridge  
GP Investors II  
(Cayman), L.P., its

general partner  
By: CCP II  
Cayman GP Ltd.,  
its general partner  
By: Centerbridge  
GP Investors II,  
LLC, its director

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
CAPITAL  
PARTNERS SBS  
II (CAYMAN),  
L.P.

By: Centerbridge  
Associates II  
(Cayman), L.P.,

its general partner  
By: Centerbridge  
GP Investors II  
(Cayman), L.P., its

general partner  
By: CCP II  
Cayman GP Ltd.,  
its general partner  
By: Centerbridge  
GP Investors II,  
LLC, its director

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
ASSOCIATES II  
(CAYMAN), L.P.

By: Centerbridge  
GP Investors II  
(Cayman), L.P., its

general partner

By: CCP II  
Cayman GP Ltd.,  
its general partner

By: Centerbridge  
GP Investors II,  
LLC, its director

/s/ Jeffrey H.

Aronson

Name: Jeffrey H.

Aronson

Title: Authorized  
Signatory

CENTERBRIDGE  
GP INVESTORS  
II (CAYMAN),  
L.P.

By: CCP II  
Cayman GP Ltd.,  
its general partner

By: Centerbridge  
GP Investors II,  
LLC, its director

/s/ Jeffrey H.

Aronson

Name: Jeffrey H.

Aronson

Title: Authorized  
Signatory



CCP II CAYMAN  
GP LTD.

By: Centerbridge  
GP Investors II,  
LLC, its director

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
SPECIAL  
CREDIT  
PARTNERS II  
AIV IV  
(CAYMAN), L.P.

By: Centerbridge  
Special Credit  
Partners General

Partner II  
(Cayman), L.P., its  
general partner  
By: Centerbridge  
Special GP  
Investors II  
(Cayman),

LP, its general  
partner  
By: CSCP II  
Cayman GP Ltd.,  
its general partner  
By: Centerbridge  
Special GP  
Investors II,  
L.L.C., its

director

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson

Title: Authorized  
Signatory

CENTERBRIDGE  
SPECIAL  
CREDIT  
PARTNERS  
GENERAL  
PARTNER II  
(CAYMAN), L.P.

By: Centerbridge  
Special GP  
Investors II  
(Cayman),

LP, its general  
partner  
By: CSCP II  
Cayman GP Ltd.,  
its general partner  
By: Centerbridge  
Special GP  
Investors II,  
L.L.C., its

director

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
SPECIAL GP  
INVESTORS II  
(CAYMAN), L.P.

By: CSCP II  
Cayman GP Ltd.,  
its general partner  
By: Centerbridge  
Special GP  
Investors II,  
L.L.C., its

director

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CSCP II  
CAYMAN GP  
LTD.

By: Centerbridge  
Special GP  
Investors II,  
L.L.C., its

director

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

MARK T.  
GALLOGLY

/s/ Mark T.  
Gallogly

JEFFREY H.  
ARONSON

/s/ Jeffrey H.  
Aronson

CENTERBRIDGE  
SPECIAL  
CREDIT  
PARTNERS II,  
L.P.

By: Centerbridge  
Special Credit  
Partners

General Partner II,  
L.P.,

its general partner  
By: Centerbridge  
Special GP  
Investors II,  
L.L.C., its

general partner

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
SPECIAL  
CREDIT  
PARTNERS

GENERAL  
PARTNER II, L.P

By: Centerbridge  
Special GP

Investors II,  
L.L.C., its general  
partner

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory

CENTERBRIDGE  
SPECIAL GP  
INVESTORS II,  
L.L.C.

/s/ Jeffrey H.  
Aronson  
Name: Jeffrey H.  
Aronson  
Title: Authorized  
Signatory