Baltic Trading Ltd Form SC 13D/A July 21, 2015 SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

Baltic Trading Limited (Name of Issuer)

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

Y0553W103 (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)

July 17, 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. b

(Page 1 of 14 Pages)

<sup>\*</sup> 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. Y0553W103 SCHEDULE 13D/A Page 2 of 14 Pages

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#### CUSIP No. Y0553W103 SCHEDULE 13D/A Page 3 of 14 Pages

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# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 4 of 14 Pages

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# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 5 of 14 Pages

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# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 6 of 14 Pages

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# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 7 of 14 Pages

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# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 8 of 14 Pages

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# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 9 of 14 Pages

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# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 10 of 14 Pages

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# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 11 of 14 Pages

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# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 12 of 14 Pages

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#### Edgar Filing: Baltic Trading Ltd - Form SC 13D/A

#### CUSIP No. Y0553W103 SCHEDULE 13D/A Page 13 of 14 Pages

This Amendment No. 1 ("<u>Amendment No. 1</u>") amends and supplements the statement on Schedule 13D filed with the Securities and Exchange Commission (the "<u>SEC</u>") on July 21, 2014 (the "<u>Original Schedule 13D</u>") with respect to the shares of common stock, par value \$0.01 per share (the "<u>Common Stock</u>"), of Baltic Trading Limited, a corporation organized under the laws of the Republic of the Marshall Islands (the "<u>Issuer</u>"). This Amendment No. 1 amends Items 3 and 5 as set forth below. This is the final amendment to the Schedule 13D and constitutes an "exiting filing" for the Reputing Persons.

# Item **SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION** 3.

Item 3 of the Schedule 13D is hereby amended and restated as follows:

At the close of business on July 17, 2015, the Reporting Persons no longer beneficially owned any shares of Common Stock as such shares were exchanged for 1,566,000 shares of common stock, par value \$0.01 per share, of Genco Shipping & Trading Limited, a Marshall Islands corporation ("<u>Genco</u>"), pursuant to the terms and conditions of the merger consummated pursuant to that certain Agreement and Plan of Merger by and among the Issuer, Genco and Poseidon Merger Sub Limited, a Marshall Islands corporation and an indirect wholly owned subsidiary of Genco ("<u>Merger Sub</u>"), dated as of April 7, 2015, pursuant to which, Merger Sub merged with and into the Issuer, with the Issuer continuing as the surviving corporation and an indirect wholly owned subsidiary of Genco, as more fully described in that certain Current Report on Form 8-K filed by the Issuer on July 17, 2015.

#### Item 5. INTEREST IN SECURITIES OF THE ISSUER

(a) - (b) At the close of business on July 17, 2015, the Reporting Persons no longer beneficially owned any shares of Common Stock.

The information required by Items 5(a) - (b) is set forth in rows 7 - 13 of the cover page for each of the Reporting Persons and is incorporated herein by reference

(c) Except as described in Item 3, the Reporting Persons have not effected any transactions in the Common Stock during the past 60 days.

(d) No person other than the Reporting Persons is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Common Stock reported herein.

(e) As of July 17, 2015, the Reporting Persons ceased to beneficially own more than five percent of the shares of Common Stock. Accordingly, this Amendment No. 1 constitutes an exit filing for the Reporting Persons.

# CUSIP No. Y0553W103 SCHEDULE 13D/A Page 14 of 14 Pages 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: July 21, 2015

#### CENTERBRIDGE CREDIT PARTNERS, L.P.

Centerbridge Credit Partners By: General Partner, L.P.,

its general partner

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

/s/ Jeffrey H. Aronson Namleffrey H. Aronson TitleAuthorized Signatory

CENTERBRIDGE CREDIT PARTNERS GENERAL PARTNER, L.P

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

/s/ Jeffrey H. Aronson Namleffrey H. Aronson TitleAuthorized 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

Centerbridge Credit Partners Offshore General Partner, L.P., its general partner

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

/s/ Jeffrey H. Aronson Namleffrey H. Aronson TitleAuthorized Signatory CENTERBRIDGE CREDIT PARTNERS OFFSHORE GENERAL PARTNER, L.P.

/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 SPECIAL CREDIT PARTNERS II, L.P

Centerbridge Special Credit Partners

By: General Partner II, L.P.,

its general partner

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

/s/ Jeffrey H. Aronson Namleffrey H. Aronson TitleAuthorized Signatory

CENTERBRIDGE SPECIAL CREDIT PARTNERS GENERAL PARTNER II, L.P. Centerbridge Special By: CP Investors II, L.L.C., its general partner

/s/ Jeffrey H. Aronson Namleffrey H. Aronson TitleAuthorized Signatory Centerbridge Special GP Investors II, L.L.C.

/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