

Global Ship Lease, Inc.  
Form 8-A12B/A  
March 26, 2019

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-A  
Amendment No 1.  
FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Global Ship Lease, Inc.  
(Exact Name of Registrant as Specified in Its Charter)

Republic of the Marshall Islands                      N/A  
(State of Incorporation or Organization)    (IRS Employer Identification No.)

c/o Portland House  
Stag Place  
London SW1E 5RS  
United Kingdom  
(Address of Principal Executive Offices)    (Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

| Title of Each Class<br>to be so Registered       | Name of Each Exchange on<br>Which<br>Each Class is to be<br>Registered<br>The New York Stock<br>Exchange |
|--------------------------------------------------|----------------------------------------------------------------------------------------------------------|
| Class A Common Stock, \$0.01 par value per share |                                                                                                          |

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective upon filing pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective upon filing pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: (if applicable)

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of Class)

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Explanatory Note

This Amendment No. 1 (this "Amendment") to Form 8-A amends the information set forth in Item 1 of the Registration Statement on Form 8-A, filed with the Securities and Exchange Commission (the "Commission") on August 12, 2008 (the "Form 8-A") by Global Ship Lease, Inc. (the "Company").

No new securities are being registered pursuant to this Amendment, which is being filed solely to update the description of the Company's Class A common stock, par value \$0.01 per share (the "Common Stock"), included in the Form 8-A to reflect a reverse stock split of the Company's Common Stock at a ratio of one-for-eight.

Item 1. Description of Registrants Securities to be Registered.

A reverse stock split (the "Reverse Stock Split") of the Company's Common Stock became effective on March 25, 2019 (the "Effective Date"). Pursuant to the Reverse Stock Split, every eight shares of Common Stock issued on the Effective Date was combined into one share of Common Stock, without any change to the par value per share. After the Reverse Stock Split, the Company's Common Stock will have the same proportional voting rights and will be identical in all other respects to the Common Stock prior to the effectiveness of the Reverse Stock Split. The number of authorized common shares and preferred shares will remain unchanged.

The foregoing summary of the Reverse Stock Split is not complete and is qualified in its entirety by reference to the full text of the Articles of Amendment to the Amended and Restated Articles of Incorporation of the Company, which was filed with the Commission on March 25, 2019 as Exhibit 3.3 to the Company's Report of Foreign Private Issuer on Form 6-K and is incorporated herein by reference.

Item 2. Exhibits.

The following exhibits are filed as part of this registration statement:

No. Exhibit

3.1 Amended and Restated Articles of Incorporation of Global Ship Lease, Inc. (formerly GSL Holdings, Inc.)

3.2 Second Amended and Restated Bylaws of Global Ship Lease, Inc. (incorporated herein by reference to Exhibit 1 to the Company's Report of Foreign Private Issuer on Form 6-K, filed with the Commission on November 27, 2018)

3.3 Articles of Amendment to the Amended and Restated Articles of Incorporation of the Company, as amended (incorporated herein by reference to Exhibit 3.3 to the Company's Report of Foreign Private Issuer on Form 6-K, filed with the Commission on March 25, 2019)

4.1 Form of Common Share Certificate of the Company (incorporated herein by reference to Exhibit 4.1 to the Company's Report of Foreign Private Issuer on Form 6-K, filed with the Commission on March 25, 2019)

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Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: March 25, 2019 GLOBAL SHIP LEASE, INC.

By: /s/ Ian J. Webber

Name: Ian J. Webber

Title: Chief Executive Officer