

Vogel Gary
Form 4
January 04, 2019

FORM 4

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

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Vogel Gary

(Last) (First) (Middle)

C/O EAGLE BULK SHIPPING
INC., 300 FIRST STAMFORD
PLACE, 5TH FLOOR

(Street)

STAMFORD, CT 06902

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Eagle Bulk Shipping Inc. [EGLE]

3. Date of Earliest Transaction
(Month/Day/Year)

01/02/2019

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired 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)
Common Stock	01/02/2019		A ⁽¹⁾	226,247	A \$ 0	1,346,776	D
Common Stock	01/02/2019		S ⁽²⁾	14,273	D \$ 4.73	1,332,503	D
Common Stock	01/03/2019		S ⁽²⁾	9,273	D \$ 4.72	1,323,230	D
Common Stock	01/04/2019		F ⁽⁵⁾	63,730	D \$ 4.92	1,259,500	D

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Common Stock 01/04/2019 S(2) 30,878 D \$ 4.84 1,228,622 D
(6)

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Vogel Gary C/O EAGLE BULK SHIPPING INC. 300 FIRST STAMFORD PLACE, 5TH FLOOR STAMFORD, CT 06902	X Chief Executive Officer

Signatures

/s/ Gary Vogel 01/04/2019

__Signature of Date
Reporting Person

Explanation of Responses:

* 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).

On January 2, 2019, Eagle Bulk Shipping Inc. (the "Issuer") granted to Mr. Gary Vogel, the Issuer's Chief Executive Officer, 226,247 (1) shares of restricted common stock under the 2016 equity compensation plan. The shares of restricted common stock vest in three substantially equal installments on each of the first three anniversaries of the date of the grant.

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- (2) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person on November 13, 2018.
- Represents a weighted average sales price per share. These shares were sold in multiple tranches at prices ranging from \$4.70 to \$4.77.
- (3) The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes 3, 4 & 6.
- (4) Represents a weighted average sales price per share. These shares were sold in multiple tranches at prices ranging from \$4.70 to \$4.74.
- The disposition of shares represents the withholding of shares to satisfy the reporting person's tax withholding upon the vesting of the first
- (5) tranche of stock grants awarded on January 4, 2018 as was approved by the Compensation Committee of the Issuer's Board of Directors. The total amount of taxes withheld was \$313,552 based on \$4.92 per share, the closing price of the common stock on January 4, 2019.
- (6) Represents a weighted average sales price per share. These shares were sold in multiple tranches at prices ranging from \$4.71 to \$4.92.

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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