

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

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **May 9, 2017**

**Eagle Bulk Shipping Inc.**

*(Exact name of registrant as specified in its charter)*

**Republic of the Marshall Islands**  
*(State or other jurisdiction of  
incorporation or organization)*

**001-33831**  
*(Commission File Number)*

**98-0453513**  
*(IRS employer identification no.)*

**300 First Stamford Place,  
5th Floor  
Stamford, CT 06902**  
*(Address of principal executive offices, including zip code)*

*(Registrant's telephone number, including area code):* **(203) 276-8100**

*(Former Name or Former Address, if Changed Since Last Report):* None

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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**Item 2.02. Results of Operations and Financial Condition.**

On May 9, 2017, Eagle Bulk Shipping Inc., a Republic of the Marshall Islands corporation (the “**Company**”), posted to its website a corporate presentation including certain financial results and other information for the quarter ended March 31, 2017. A copy of the corporate presentation is attached as Exhibit 99.1 hereto.

The information in this Item 2.02 of this Current Report on Form 8-K, including the exhibit, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), or otherwise subject to the liabilities of such section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing. By filing this Current Report on Form 8-K and furnishing this information, the Company makes no statement or admission as to the materiality of any information in this Item 2.02 or the exhibit attached hereto.

This Current Report on Form 8-K and Exhibit 99.1 hereto contain forward-looking statements within the meaning of the federal securities laws. These forward looking statements are based on current expectations and are not guarantees of future performance. Further, the forward-looking statements are subject to the limitations listed in Exhibit 99.1 and in the other reports of the Company filed with the Securities and Exchange Commission, including that actual events or results may differ materially from those in the forward-looking statements.

**Item 7.01. Regulation FD Disclosure.**

On May 9, 2017, the Company posted to its website a corporate presentation described above in Item 2.02 of this Current Report on Form 8-K. A copy of the press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

Exhibit Number	Description
99.1	Corporate presentation, dated May 9, 2017.

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**EAGLE BULK SHIPPING INC.**  
(registrant)

Dated: May 9, 2017

By:	<u>/s/ Frank De Costanzo</u>
Name:	Frank De Costanzo
Title:	Chief Financial Officer

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## EXHIBIT INDEX

Exhibit Number	Description
99.1	Corporate presentation, dated May 9, 2017.



**First Quarter 2017**  
**Earnings Presentation**

*9 May 2017*



# Disclaimer

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*This presentation contains certain statements that may be deemed to be “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, Section 21E of the Securities Exchange Act of 1934, as amended, and the Private Securities Litigation Reform Act of 1995, and are intended to be covered by the safe harbor provided for under these sections. These statements may include words such as “believe,” “estimate,” “project,” “intend,” “expect,” “plan,” “anticipate,” and similar expressions in connection with any discussion of the timing or nature of future operating or financial performance or other events. Forward-looking statements reflect management’s current expectations and observations with respect to future events and financial performance. Where we express an expectation or belief as to future events or results, such expectation or belief is expressed in good faith and believed to have a reasonable basis. However, our forward-looking statements are subject to risks, uncertainties, and other factors, which could cause actual results to differ materially from future results expressed, projected, or implied by those forward-looking statements.*

*The forward-looking statements in this presentation are based upon various assumptions, many of which are based, in turn, upon further assumptions, including without limitation, examination of historical operating trends, data contained in our records and other data available from third parties. Although Eagle Bulk Shipping Inc. believes that these assumptions were reasonable when made, because these assumptions are inherently subject to significant uncertainties and contingencies which are difficult or impossible to predict and are beyond our control, Eagle Bulk Shipping Inc. cannot assure you that it will achieve or accomplish these expectations, beliefs or projections.*

*The principal factors that affect our financial position, results of operations and cash flows include, charter market rates, which have declined significantly from historic highs, periods of charter hire, vessel operating expenses and voyage costs, which are incurred primarily in U.S. dollars, depreciation expenses, which are a function of the cost of our vessels, significant vessel improvement costs and our vessels’ estimated useful lives, and financing costs related to our indebtedness. Our actual results may differ materially from those anticipated in these forward-looking statements as a result of certain factors which could include the following: (i) changes in demand in the dry bulk market, including, without limitation, changes in production of, or demand for, commodities and bulk cargoes, generally or in particular regions; (ii) greater than anticipated levels of dry bulk vessel new building orders or lower than anticipated rates of dry bulk vessel scrapping; (iii) changes in rules and regulations applicable to the dry bulk industry, including, without limitation, legislation adopted by international bodies or organizations such as the International Maritime Organization and the European Union or by individual countries; (iv) actions taken by regulatory authorities; (v) changes in trading patterns significantly impacting overall dry bulk tonnage requirements; (vi) changes in the typical seasonal variations in dry bulk charter rates; (vii) changes in the cost of other modes of bulk commodity transportation; (viii) changes in general domestic and international political conditions; (ix) changes in the condition of the Company’s vessels or applicable maintenance or regulatory standards (which may affect, among other things, our anticipated drydocking costs); (x) the outcome of legal proceedings in which we are involved; and (xi) and other factors listed from time to time in our filings with the SEC.*

*We disclaim any intent or obligation to update publicly any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required under applicable security laws.*

# Agenda

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1 Highlights

2 Financial

3 Company

5 Industry

6 Q&A

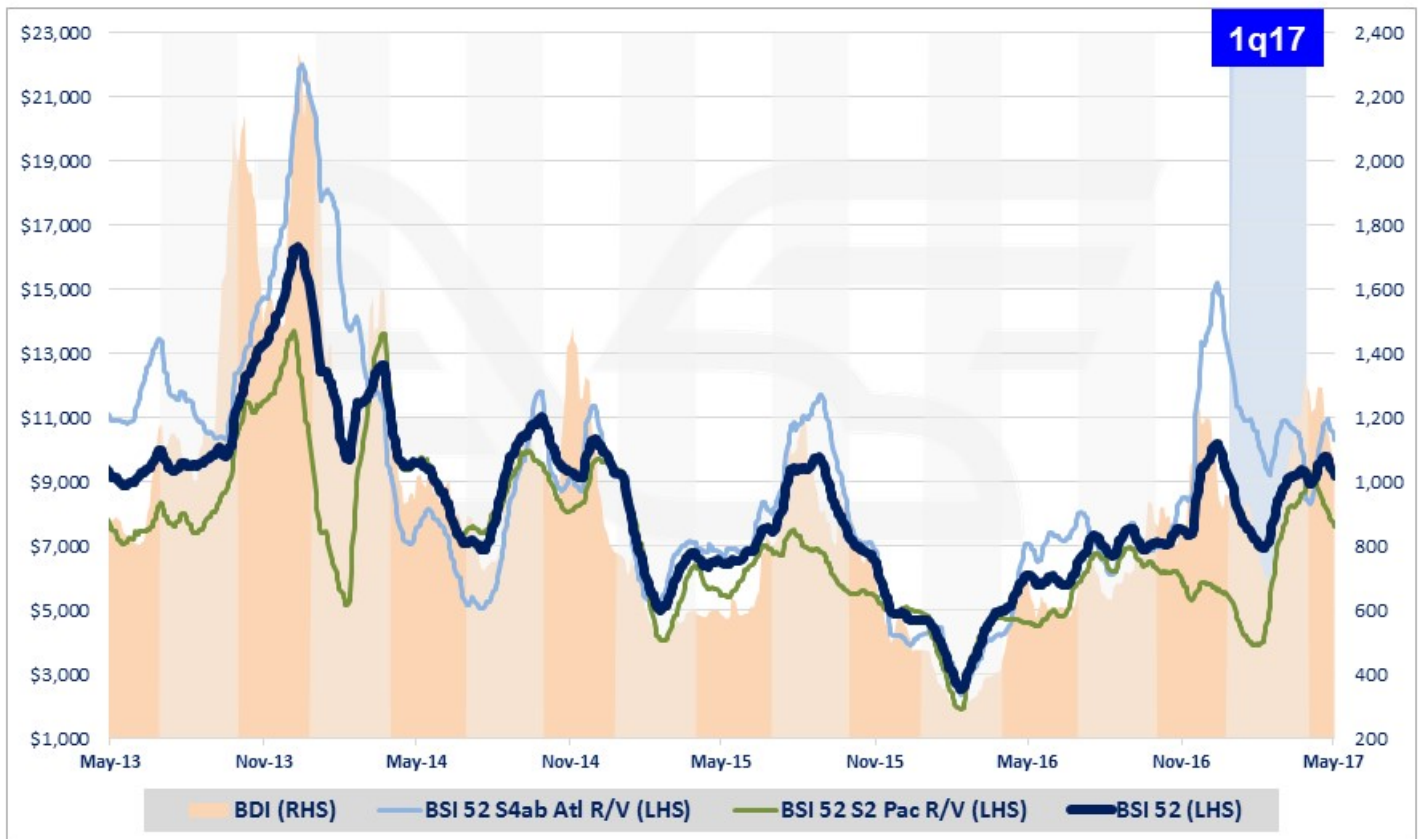
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## Highlights



# BSI 1q17 Average Flat Q/Q But Volatility Up

Baltic Supramax Index (BSI) vs. BDI



# Delivering Improved Results

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## **1q17 Earnings**

- Revenues, net of commissions, of \$45.9 million
- Net loss of \$11.1 million, or \$0.17 per share
- Adj. EBITDA\* of \$4.6m

## **Business**

- Cancelled a legacy long-term charter-in of a 38k DWT Handysize and replaced with a long-term charter-in of a 61k DWT Ultramax (2q17)

## **S&P / M&A**

- Acquired 9 CROWN-63 Ultramax vessels from Greenship Bulk (1q17)
  - Took delivery of the Mystic Eagle and Southport Eagle (both 63k DWT / 2013-built) (2q17)
- Sold the Redwing (53k DWT / 2007-built) (1q17)
- Sold the Sparrow (50k DWT / 2000-built) (2q17)

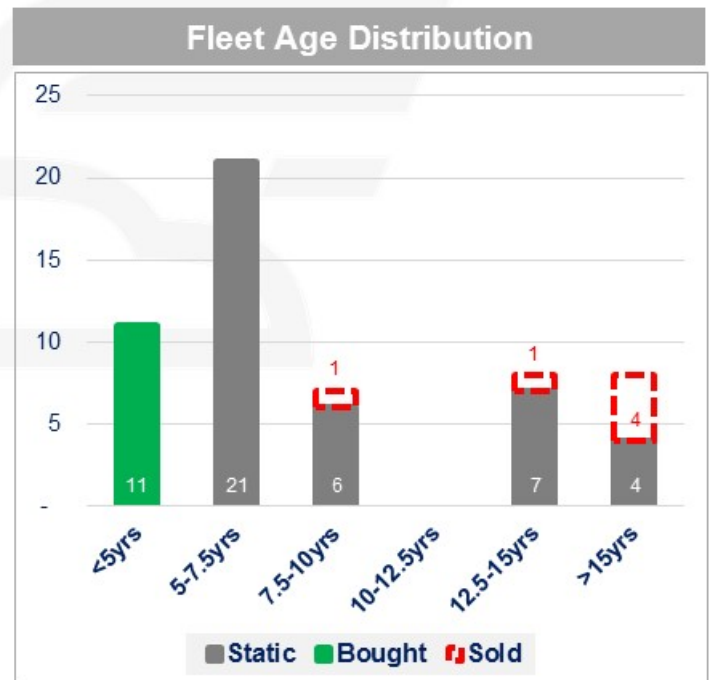


▪ Reconciliation of net loss to EBITDA and Adj. EBITDA is depicted on slide 10

# Owned-fleet Profile

- Expect to take delivery of the remaining 7 Ultramaxs from Greenship Bulk between May and September
  - Plan to apply a moderate amount of leverage on the 9-fleet acquisition
- Sold 6 vessels (averaging 51k DWT in size and 14.3 years in age) ahead of their drydock due dates
- Plan to continue to execute on fleet renewal and growth strategy

Fleet Stats	
Count	49
DWT	2,792,402
Age	7.6



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## Financial

# Earnings

\$ Thousands except EPS	1Q17	4Q16	1Q16
<b>REVENUES, net of commissions</b>	45,855	41,836	21,278
<b>EXPENSES</b>			
Voyage expenses	13,353	14,192	9,244
Vessel expenses	17,956	17,234	20,481
Charter hire expenses	3,873	5,866	1,489
Depreciation and amortization	7,493	9,979	9,397
General and administrative expenses	7,779	7,476	5,331
Refinancing charges	-	-	5,634
Loss on vessel held for sale	(92)	-	-
Total operating expenses excl. Vessel Impairment	50,362	54,747	51,576
<b>OPERATING LOSS excl. Vessel Impairment</b>	<b>(4,507)</b>	<b>(12,911)</b>	<b>(30,298)</b>
<b>OTHER EXPENSES</b>			
Interest expense (cash), net	2,475	2,535	2,505
Non Cash Interest Expense	3,780	3,985	309
Other expense	307	97	-
Total other expense, net	6,562	6,618	2,814
<b>Net Loss before Vessel Impairment</b>	<b>(11,068)</b>	<b>(19,529)</b>	<b>(33,112)</b>
Vessel Impairment	-	122,861	6,167
<b>Net Loss</b>	<b>(11,068)</b>	<b>(142,389)</b>	<b>(39,279)</b>
Weighted average shares outstanding	65,637,692	48,106,827	1,891,463
<b>EPS (Basic and Diluted)</b>	<b>(0.17)</b>	<b>(2.96)</b>	<b>(20.77)</b>
<b>Adjusted EBITDA*</b>	<b>4,554</b>	<b>(1,961)</b>	<b>(14,485)</b>

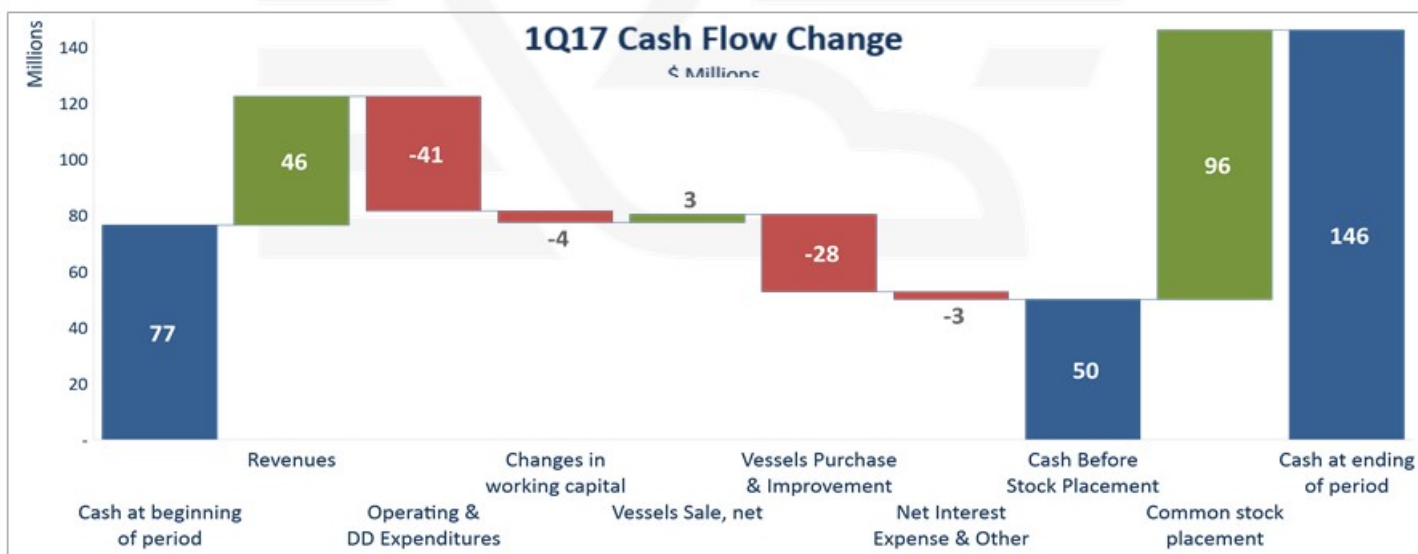
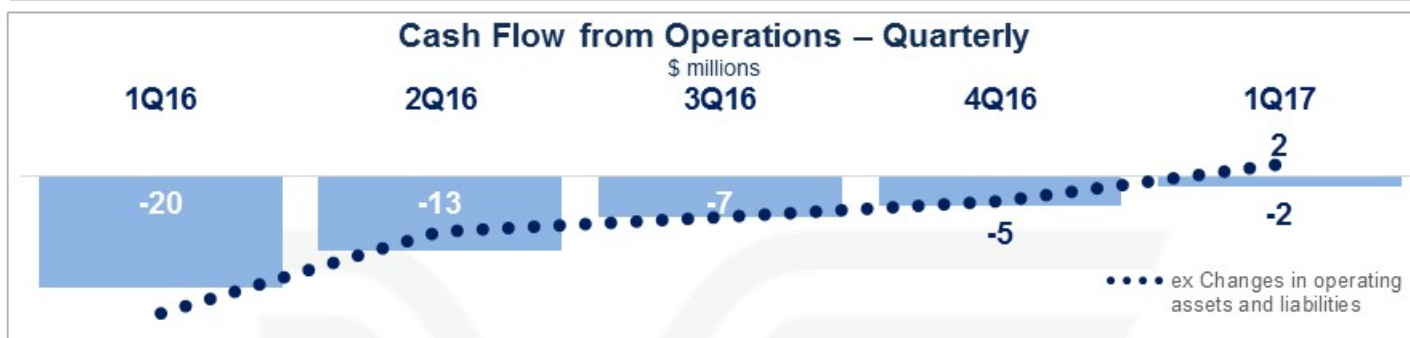


▪ Reconciliation of net loss to EBITDA and Adj. EBITDA is depicted on the next slide

# EBITDA

\$ Thousands	1Q17	4Q16	1Q16
<b>Net loss</b>	(11,068)	(142,389)	(39,279)
Add back:			
Interest expense	6,445	6,644	2,818
Interest income	(190)	(124)	(3)
Taxes	-	-	-
<b>EBIT</b>	(4,813)	(135,869)	(36,464)
Depreciation and amortization	7,288	9,774	9,351
<b>EBITDA*</b>	<b>2,475</b>	<b>(126,095)</b>	<b>(27,113)</b>
Less			
Non-cash, one-time and other adjustments to EBITDA	2,079	124,134	12,628
<b>Adjusted EBITDA</b>	<b>4,554</b>	<b>(1,961)</b>	<b>(14,485)</b>

# Cash Flow





# Balance Sheet + Liquidity Position

\$ Thousands

	March 31, 2017
Cash	145,768
Debt (Net of debt issuance costs)	256,828
Stockholder's Equity	487,615
Capitalization	598,675
<b>Net Debt / Capitalization</b>	<b>43%</b>

\$ Thousands

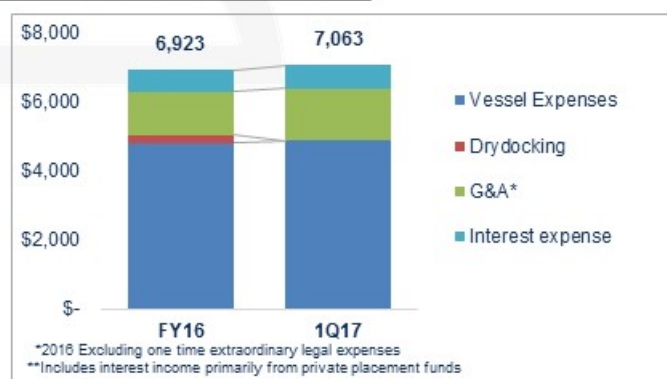
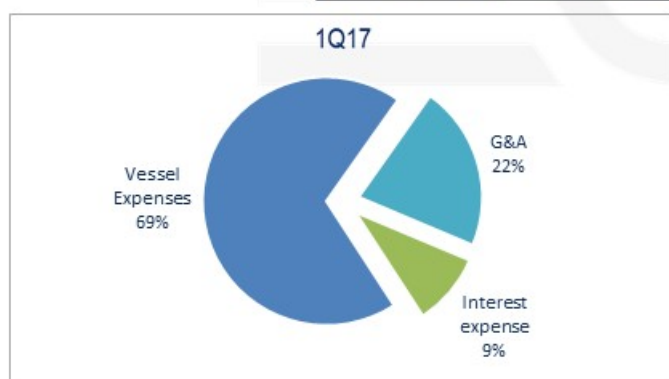
<b>Total Liquidity as of Mar 31, 2017</b>	<b>170,768</b>
Cash	145,768
Undrawn availability	25,000





# Vessel Daily Cash Breakeven

	1Q17	FY16
<b>OPERATING</b>		
Vessel Expenses	\$ 4,871	\$4,803
Drydocking	-	243
G&A*	1,521	1,246
<b>Total Operating</b>	<b>6,392</b>	<b>6,292</b>
<b>DEBT SERVICE</b>		
<b>Net Interest expense**</b>	<b>671</b>	<b>631</b>
<b>TOTAL CASH BREAKEVEN</b>	<b>\$ 7,063</b>	<b>\$6,923</b>



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## Company

# Continuing to Improve TCE Performance

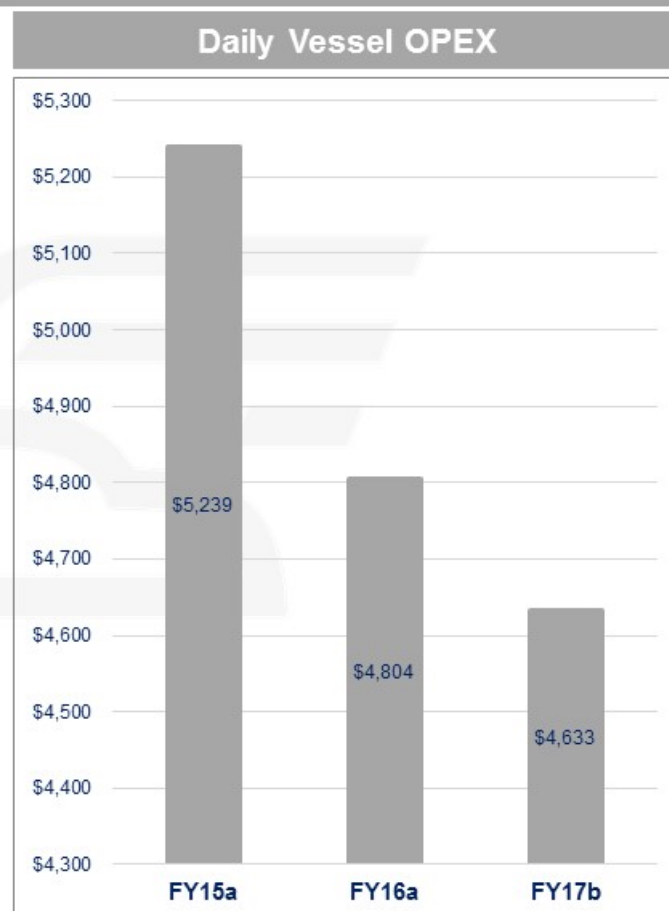
- TCE performance is improving meaningfully as we continue to implement active management model
  - Value creation in 1q17 of approximately USD 600/day per vessel when compared to market
- Fleet distribution (Atlantic vs. Pacific) is 60/40
  - This will be impacted by the delivery of the Greenship fleet, most of which will be delivering in the Pacific over the coming months- we plan to reposition the fleet into the Atlantic in order to create value long-term but this requires an "investment" today



• Source(s): Clarksons  
 • 2q17 TCE is based on 69% of days fixed for the quarter as of 5/8/17

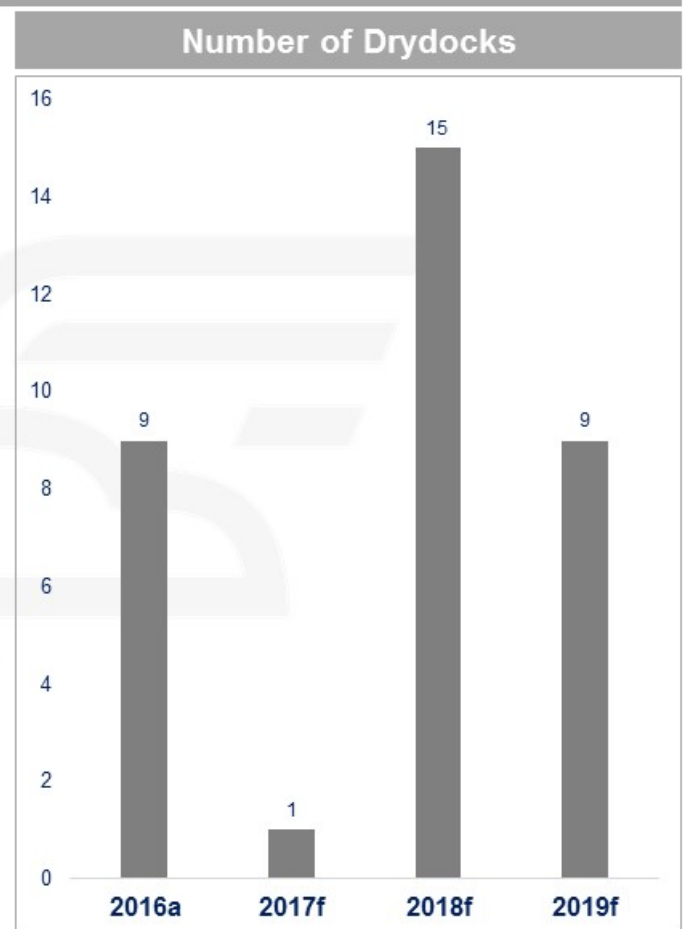
# OPEX Performance

- Continue to focus on creating value through efficiencies, while investing in the overall improvement of vessel conditions
- 1q17 Daily Vessel OPEX, excluding extraordinary items, came in at \$4,800, or +1% vs. FY16a:
- FY17 Daily Vessel OPEX remains on track to come in at \$4,633, or -2% vs. FY16a



# Projected Capex

- Only one vessel scheduled for drydock during 2017
- **Ballast Water Management Convention (BWMC) come into force in September 2017**
  - BWMC will require all ships to be fitted with a Ballast Water Treatment System (BWTS) by their International Oil Pollution Prevention (IOPP) Certificate Renewal date (which typically coincides with a vessel's drydock) falling after September 2017
    - Eagle is working on getting extensions
- U.S. Coast Guard's (USCG) BWTS compliance requirement has already gone into effect but there is currently a limited number of USCG-approved systems
  - Eagle is evaluating the USCG-approved systems for viability and suitability



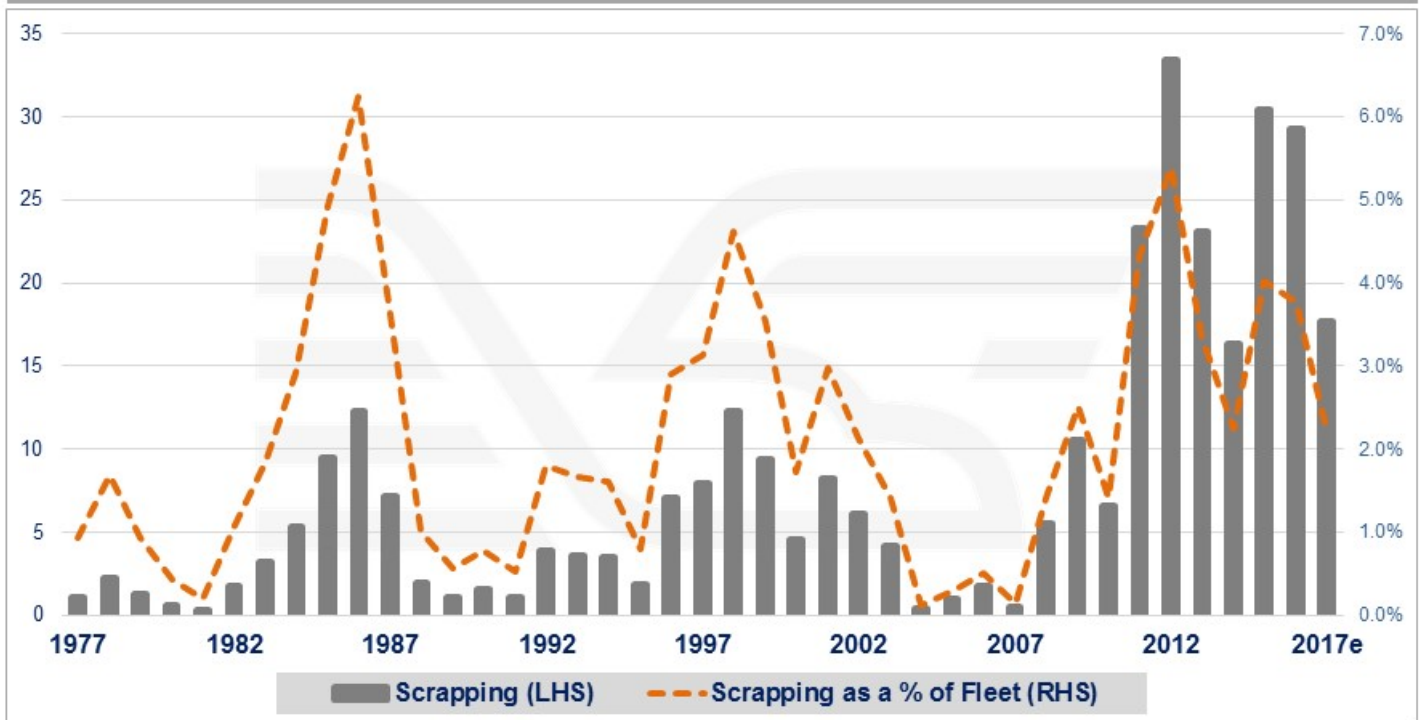
▪ Projected schedule as of 5/2017

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## Industry

# Over Five Million Deadweight Tons Scrapped YTD

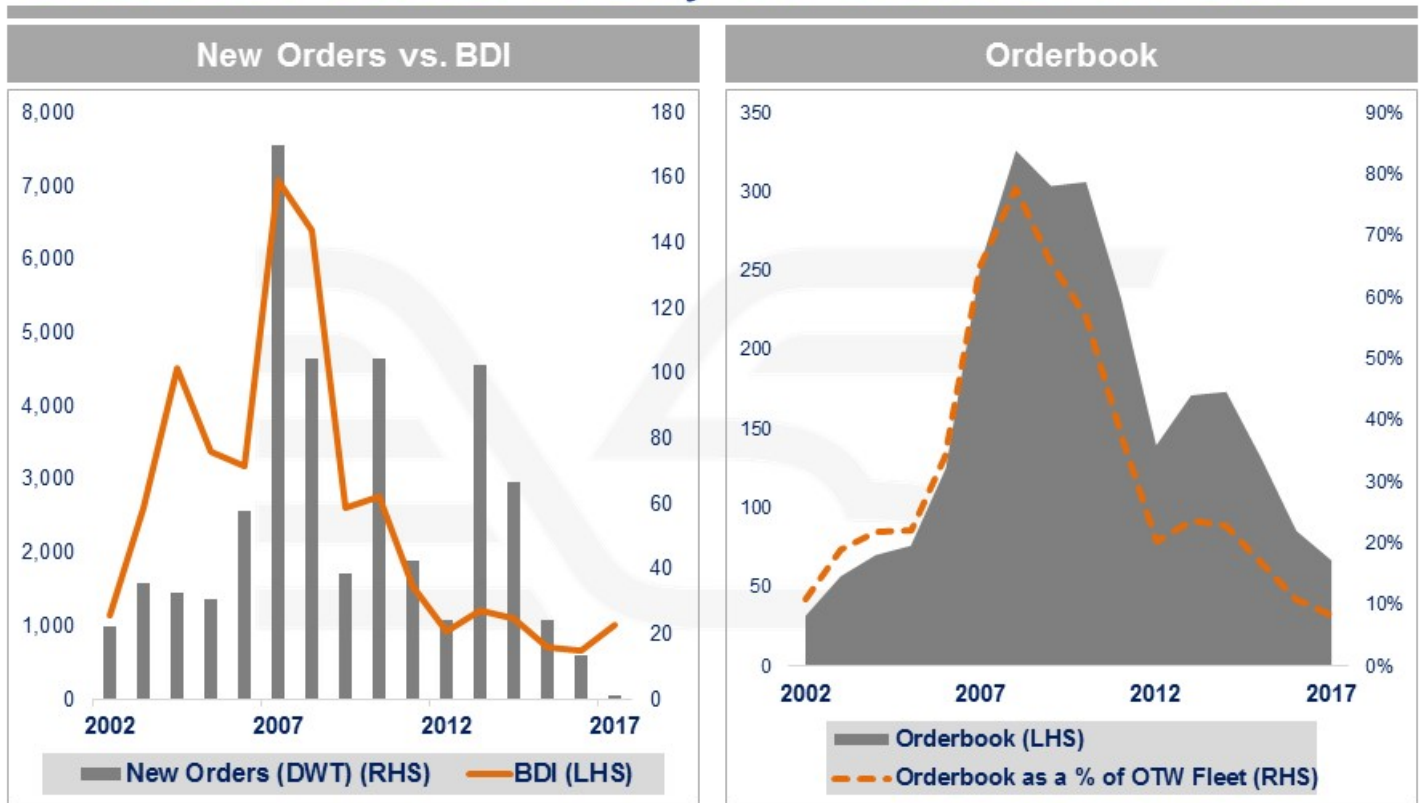
Historical Scrapping (DWT)



**Demolition for FY17 estimated at 2% of the fleet**



# Orderbook Stands at Only 8% of the OTW Fleet

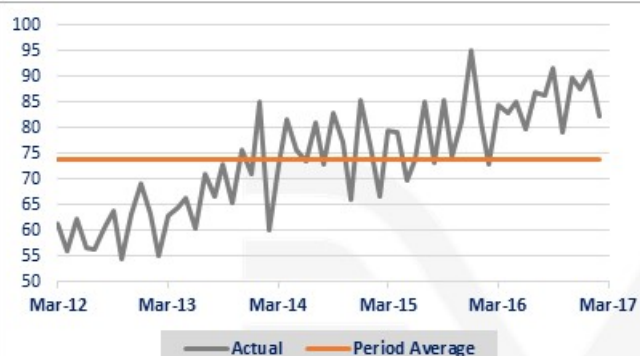


**Newbuilding prices have risen | Limited new ordering YTD**



# China Demand: Coal Improving

## Iron Ore Imports



## Coal Imports



## Iron Ore Inventories



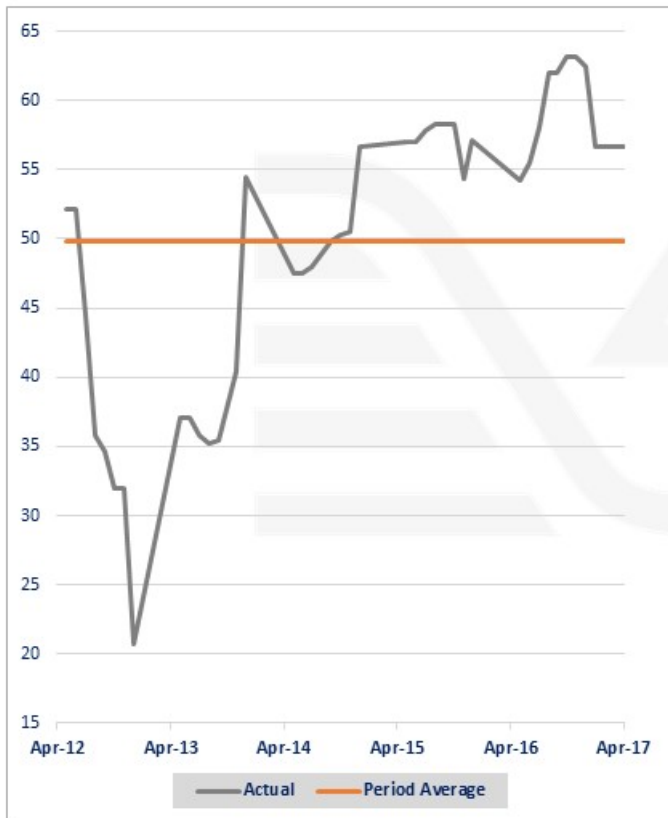
## Coastal Bulk Freight Index



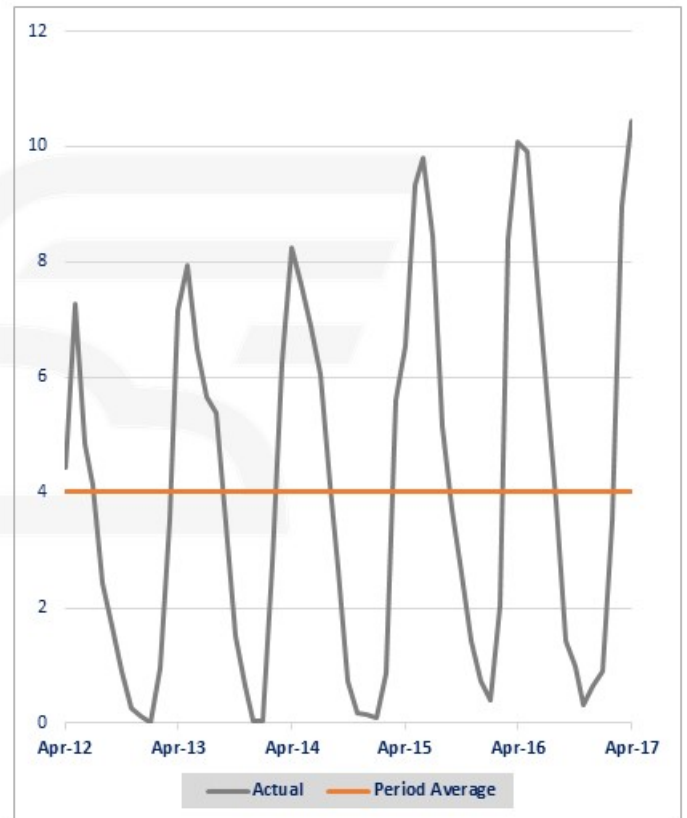
- Trade figures in million MTs
- Source(s): Bloomberg, Clarksons

# Grain Trade Growth Remains Steady

## U.S. Grain Exports

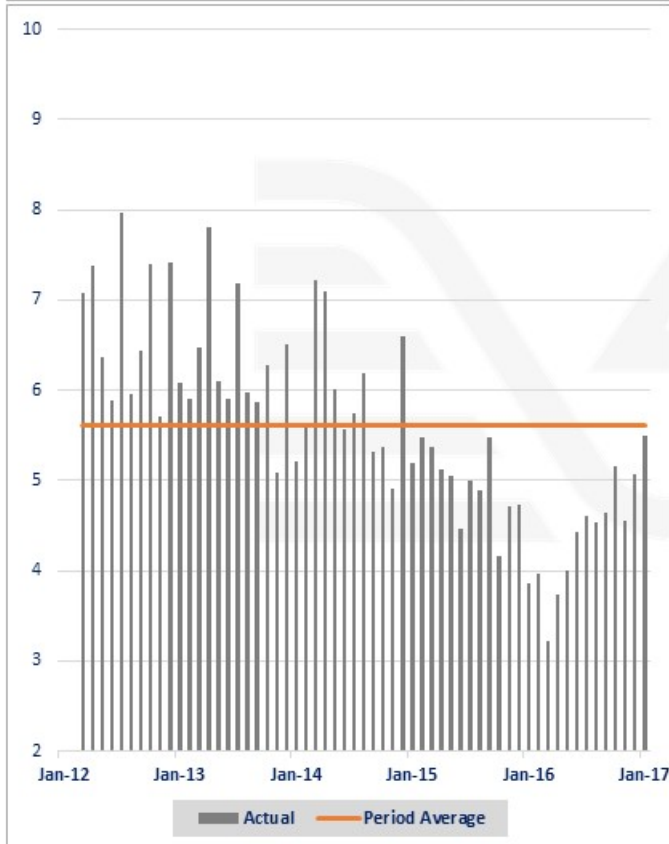


## Brazilian Soybean Exports

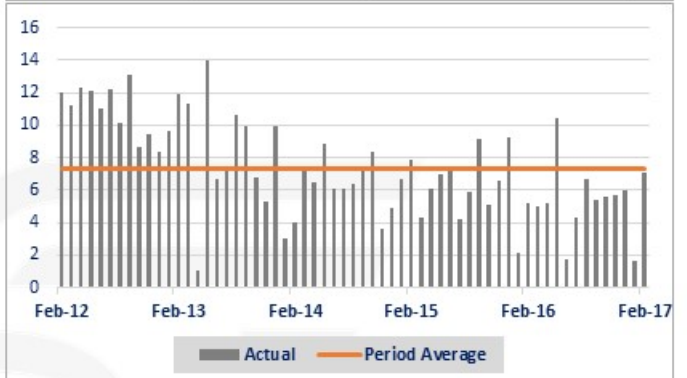


# Minor Bulk Highlights

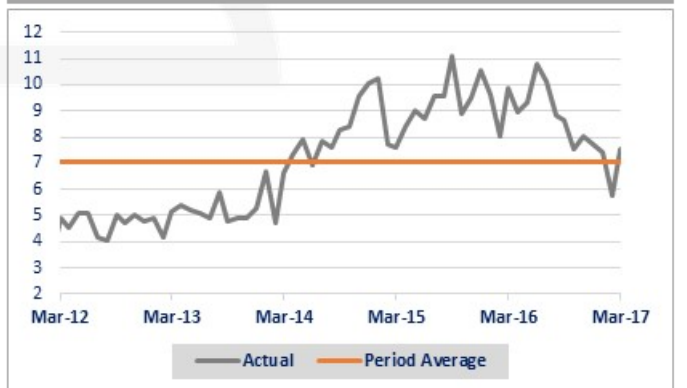
## U.S. Petcoke Stem Shipments



## U.S. Scrap Stem Shipments to Turkey



## Chinese Steel Exports



- Stem Shipments are basis volume traded converted into Supramax-equivalent stems / trade figures in million MTs
- Source(s): Bloomberg, Clarksons

# S/T Rate Expectations + L/T Growth Projections

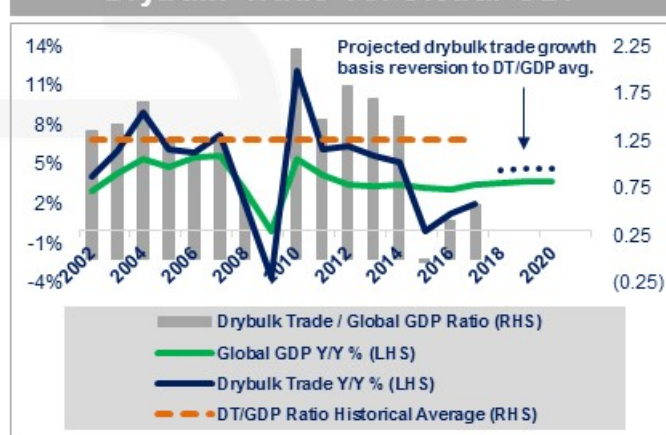
## BSI + FFA Curve



## Annualized Growth Rates

	2013-2015	2016	2017f
Global GDP	3.3%	3.1%	3.4%
China	7.3%	6.7%	6.5%
India	7.1%	6.6%	7.2%
Drybulk Trade	3.5%	1.2%	2.0%
Coal	0.5%	0.0%	0.4%
Iron Ore	7.2%	3.6%	3.8%
Minor Bulks	2.4%	0.0%	1.2%

## Drybulk Trade vs. Global GDP



- Source(s): Clarksons, IMF
- Drybulk Trade / Global GDP Ratio for 2009 extracted from Historical Average calculation

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## Q&A

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## Appendix

# Owned Fleet

<b>VESSEL COUNT</b>	<b>49</b>		<b>DWT</b>	<b>2.8 million</b>		<b>AGE</b>	<b>7.6 years</b>
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Vessel	Dwt	Built	Vessel	Dwt	Built	Vessel	Dwt	Built	Vessel	Dwt	Built
Singapore Eagle	63,386	2017	Puffin Bulker	57,809	2011	Imperial Eagle	55,989	2010	Wren	53,349	2007
Stamford Eagle	61,530	2016	Petrel Bulker	57,809	2011	Avocet	53,462	2010	Cardinal	55,362	2004
Westport Eagle	63,344	2015	Owl	57,809	2011	Thrasher	53,360	2010	Jaeger	52,248	2004
Fairfield Eagle	63,301	2013	Oriole	57,809	2011	Golden Eagle	55,989	2010	Kestrel I	50,326	2004
Greenwich Eagle	63,301	2013	Nighthawk	57,809	2011	Egret Bulker	57,809	2010	Skua	53,350	2003
Groton Eagle	63,301	2013	Thrush	53,297	2011	Crane	57,809	2009	Shrike	53,343	2003
Madison Eagle	63,258	2013	Martin	57,809	2010	Canary	57,809	2009	Tern	50,200	2003
Mystic Eagle	63,301	2013	Kingfisher	57,776	2010	Bittern	57,809	2009	Goldeneye	52,421	2002
Rowayton Eagle	63,301	2013	Jay	57,802	2010	Stellar Eagle	55,989	2009	Osprey I	50,206	2002
Southport Eagle	63,301	2013	Ibis Bulker	57,775	2010	Crested Eagle	55,989	2008	Condor	50,296	2001
Stonington Eagle	63,301	2012	Grebe Bulker	57,809	2010	Crowned Eagle	55,940	2008	Hawk I	50,296	2001
Sandpiper Bulker	57,809	2011	Gannet Bulker	57,809	2010	Woodstar	53,390	2008	Merlin	50,296	2001
Roadrunner Bulker	57,809	2011									

**One of the largest owners of Supramaxes/Ultramaxs globally**



• Greenship vessels are delivering to Eagle between April and September



# EBITDA

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Adjusted EBITDA is a non GAAP financial measure that is used as a supplemental financial measure by our management and by external users of our financial statements, such as investors, commercial banks and others, to assess our operating performance as compared to that of other companies in our industry, without regard to financing methods, capital structure or historical costs basis. It is also used to assess our ability to incur and service debt and fund capital expenditures. Our Adjusted EBITDA should not be considered an alternative to net income (loss), operating income (loss), cash flows provided by (used in) operating activities or any other measure of financial performance or liquidity presented in accordance with U.S. GAAP. Our Adjusted EBITDA may not be comparable to similarly titled measures of another company because all companies may not calculate Adjusted EBITDA in the same manner. Adjusted EBITDA represents EBITDA adjusted to exclude the items which represent certain non-cash, one-time and other items such as vessel impairment, gain / loss on sale of vessels, refinancing expenses and non-cash compensation expenses that the Company believes are not indicative of the ongoing performance of its core operations.





[www.eagleships.com](http://www.eagleships.com)