

Eagle Bulk Shipping Inc.
Form 10-Q/A
August 14, 2012

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

FORM 10-Q/A

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For the quarterly period ended June 30, 2012

OR

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT
OF 1934**

For the transition period from _____ to _____

Commission File Number 001-33831

EAGLE BULK SHIPPING INC.

(Exact name of Registrant as specified in its charter)

Republic of the Marshall Islands 98-0453513
(State or other jurisdiction of (I.R.S. Employer
incorporation or organization) Identification No.)

477 Madison Avenue
New York, New York 10022
(Address of principal executive offices)(Zip Code)

Registrant's telephone number, including area code: **(212) 785-2500**

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES NO

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

YES NO

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer", "accelerated filer" and smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated Filer Accelerated Filer Non-accelerated Filer Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

YES NO

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Common Stock, par value \$0.01 per share, 15,771,496 shares outstanding as of August 9, 2012.

EXPLANATORY NOTE

This Amendment No. 1 on Form 10-Q/A (this "Amendment No. 1") amends the Quarterly Report on Form 10-Q of Eagle Bulk Shipping Inc. (the "Company") for the period ended June 30, 2012, originally filed with the Securities and Exchange Commission (the "Commission") on August 9, 2012 ("Original Filing"). This Amendment No. 1 is being filed solely to furnish a corrected Exhibit 101 that amends certain discrepancies contained in the Interactive Data Files furnished as Exhibit 101 to the Original Filing.

No other changes have been made in this Amendment No. 1 to the Original Filing. This Amendment No. 1 speaks as of the original date of the Original Filing, does not reflect events that may have occurred subsequent to the Original Filing date and does not, and does not purport to, amend, modify, update or restate in any way the information contained in the Original Filing.

Pursuant to Rule 406T of Regulation S-T, the Interactive Data Files attached as Exhibit 101 hereto are deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended, are deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and otherwise are not subject to liability under those Sections.

Item 6 – Exhibits

EXHIBIT INDEX

31.1 Rule 13a-14(d) / 15d-14(a)_Certification of CEO*

31.2 Rule 13a-14(d) / 15d-14(a)_Certification of CFO*

32.1 Section 1350 Certification of CEO*

32.2 Section 1350 Certification of CFO*

101. The following materials from Eagle Bulk Shipping Inc.'s Quarterly Report on Form 10-Q for the quarter ended June 30, 2012, formatted in eXtensible Business Reporting Language (XBRL): (i) Consolidated Balance Sheets (unaudited) as of June 30, 2012 and December 31, 2011, (ii) Consolidated Statements of Operations (unaudited) for the three months and six months ended June 30, 2012 and 2011, (iii) Consolidated Statements of Comprehensive Income (unaudited) for the six months ended June 30, 2012 and 2011, (iv) Consolidated Statements of Stockholders' Equity (unaudited) for the six months ended June 30, 2012 and 2011, (v) Consolidated Statements of Cash Flows (unaudited) for the six months ended June 30, 2012 and 2011, and (vi) Notes to Consolidated Financial Statements (unaudited)**

* Previously filed.

**Furnished herewith.

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 thereunto duly authorized.

EAGLE BULK SHIPPING INC.

By: /s/ Sophocles N. Zoullas
Sophocles N. Zoullas
Chairman of the Board and
Chief Executive Officer
Date: August 14, 2012

By: /s/ Adir Katzav
Adir Katzav
Chief Financial Officer
and Principal Accounting Officer
Date: August 14, 2012