

Global Ship Lease, Inc.
Form 6-K
May 13, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

Form 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13A-16 OR 15D-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: May 10, 2013

Commission File Number 001-34153

GLOBAL SHIP LEASE, INC.

(Exact name of Registrant as specified in its Charter)

c/o Portland House,

Stag Place,

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London SWIE 5RS,

United Kingdom

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or

Form 40-F. Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-I

Rule 101 (b)(1). Yes No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T

Rule 101 (b)(7). Yes No

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934. Yes No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

Information Contained in this Form 6-K Report

Attached hereto as Exhibit I is a press release dated May 10, 2013 of Global Ship Lease, Inc. (the Company) reporting the Company's financial results for the first quarter of 2013. Attached hereto as Exhibit II are the Company's interim unaudited consolidated financial statements for the three months ended March 31, 2013.

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.

GLOBAL SHIP LEASE, INC.

Date: May 10, 2013

By: /s/ IAN J. WEBBER
Ian J. Webber
Chief Executive Officer

Exhibit I

Investor and Media Contacts:

The IGB Group

David Burke

646-673-9701

Global Ship Lease Reports Results for the First Quarter of 2013

LONDON, ENGLAND - May 10, 2013 - Global Ship Lease, Inc. (NYSE:GSL), a containership charter owner, announced today its unaudited results for the three months ended March 31, 2013.

First Quarter and Year To Date Highlights

Reported revenue of \$35.2 million for the first quarter 2013

Reported net income for the first quarter 2013 of \$7.2 million, including a \$5.5 million non-cash mark-to-market gain from interest rate derivatives

Generated \$22.2 million of Adjusted EBITDA⁽¹⁾ for the first quarter 2013

Excluding the non-cash mark-to-market item, normalized net income⁽¹⁾ was \$1.8 million for the first quarter 2013

Agreed to new one-year charters for two 4,113 TEU vessels which commenced on May 1, 2013 at \$7,000 per vessel per day. The new charters expire on April 30, 2014 plus/minus 30 days at charterer's option

Repaid \$14.8 million of debt in the first quarter 2013 for a total debt repayment of \$188.2 million since August 2009, when we commenced amortization of our credit facility balance

Ian Webber, Chief Executive Officer of Global Ship Lease, stated, "With all 17 of our vessels on time charters and fewer offhire days from reduced numbers of drydockings, as planned, we achieved utilization of 98.3% for the quarter. As a result, we generated Adjusted EBITDA of \$22.2 million, using our cash to continue to de-lever our balance sheet, amortizing an additional \$14.8 million of debt.

Mr. Webber continued, "We recently successfully re-chartered the two vessels whose contracts were due to expire this month, agreeing to new one-year charters with CMA CGM, underlining the strength of our relationship. Notwithstanding ongoing volatility in the industry and many vessels of a similar specification currently being idle, we have secured employment for these two vessels until April 2014, thereby maintaining a fully chartered fleet for at least one more year. Other than for these two vessels, we have no other charter expirations until late 2016. Importantly, by continuing the charters with CMA CGM, we will not experience any offhire days, incur any costs associated with repositioning the vessels or pay any third party brokerage fees.

Mr. Webber concluded, "We remain well positioned to continue to de-lever our balance sheet, owing to our high level of contracted charter coverage which allows us to generate consistent revenue and strong, stable cash flow. We also continue to actively explore opportunities to enhance our financial flexibility and create incremental value for our shareholders.

SELECTED FINANCIAL DATA UNAUDITED

<i>(thousands of U.S. dollars)</i>	Three months ended	Three months ended
	March 31, 2013	March 31, 2012
Revenue	35,209	38,350
Operating Income	12,106	15,199
Net Income	7,234	7,950
Adjusted EBITDA ⁽¹⁾	22,176	25,168
Normalised Net Income ⁽¹⁾	1,781	5,274

(1) Adjusted EBITDA and Normalized net income are non-US Generally Accepted Accounting Principles (US GAAP) measures, as explained further in this press release, and are considered by Global Ship Lease to be useful measures of its performance. Reconciliations of such non-GAAP measures to the interim unaudited financial information are provided in this Earnings Release.

Revenue and Utilization

The 17 vessel fleet generated revenue from long-term fixed rate time charters of \$35.2 million in the three months ended March 31, 2013, down on revenue of \$38.4 million for the comparative period in 2012. The decrease in revenue is mainly due to reduced revenue from two charters which were renewed in September 2012 at lower rates and 17 fewer ownerships days as 2012 was a leap year, offset by lower offhire at 26 days including two planned drydockings during the three months ended March 31, 2013 compared to 49 days, including three planned drydockings, in the three months ended March 31, 2012. There were 1,530 ownership days in the quarter. The 26 days offhire in the three months ended March 31, 2013 gives a utilization of 98.3%. In the comparable period of 2012, there were 49 days offhire, representing utilization of 96.8%.

The table below shows fleet utilization for the three months ended March 31, 2013 and 2012 and for the years ended December 31, 2012, 2011, 2010 and 2009.

Days	Three months ended			Year ended		
	Mar 31, 2013	Mar 31, 2012	Dec 31, 2012	Dec 31, 2011	Dec 31, 2010	Dec 31, 2009
Ownership days	1,530	1,547	6,222	6,205	6,205	5,968
Planned offhire - scheduled drydock	(21)	(48)	(82)	(95)	0	(32)
Unplanned offhire	(5)	(1)	(16)	(11)	(3)	(42)
Operating days	1,504	1,498	6,124	6,099	6,202	5,894
Utilization	98.3%	96.8%	98.4%	98.3%	99.9%	98.8%

The drydocking of two vessels was completed in the first quarter 2013. One further vessel is scheduled to be drydocked in 2013. Two drydockings are scheduled for 2014 and none in 2015.

Vessel Operating Expenses

Vessel operating expenses, which include costs of crew, lubricating oil, spares and insurance, were \$11.5 million for the three months ended March 31, 2013. The average cost per ownership day was \$7,546, up \$219 or 3.0% on \$7,327 for the rolling four quarters ended December 31, 2012. The increase is mainly due to increased costs of crew and maintenance. The first quarter 2013 average daily cost was up \$11 per day or 0.1% from the average daily cost of \$7,535 for the comparative period in 2012 mainly due to increased crew costs offset by positive exchange rate movements on the portion of crew costs denominated in euros and reduced cost for communications.

Vessel operating expenses continue to be at less than the capped amounts included in Global Ship Lease's ship management agreements.

Depreciation

Depreciation for the three months ended March 31, 2013 was \$10.1 million compared to \$10.0 million in the three months ended March 31, 2012. There have been no changes to the fleet.

General and Administrative Costs

General and administrative costs incurred were \$1.6 million in the three months ended March 31, 2013, the same as for the three months ended March 31, 2012.

Other operating income

Other operating income in the three months ended March 31, 2013 was \$69,000 compared to \$68,000 for the three months ended March 31, 2012.

Adjusted EBITDA

As a result of the above, Adjusted EBITDA was \$22.2 million the three months ended March 31, 2013 down from \$25.2 million for the three months ended March 31, 2012.

Interest Expense

Interest expense, excluding the effect of interest rate derivatives which do not qualify for hedge accounting, for the three months ended March 31, 2013 was \$4.9 million. The Company's borrowings under its credit facility averaged \$425.7 million during the three months ended March 31, 2013. There were \$45.0 million preferred shares throughout the period giving total average borrowings through the three months ended March 31, 2013 of \$470.7 million. Interest expense in the three months ended March 31, 2012 was \$5.5 million on average borrowings, including the preferred shares, of \$531.6 million.

Interest income for the three months ended March 31, 2013 and 2012 was not material.

Change in Fair Value of Financial Instruments

The Company hedges its interest rate exposure by entering into derivatives that swap floating rate debt for fixed rate debt to provide long-term stability and predictability to cash flows. As these hedges do not qualify for hedge accounting under US GAAP, the outstanding hedges are marked to market at each period end with any change in the fair value being booked to the income and expenditure account. The Company's derivative hedging instruments gave a realized loss of \$5.4 million in the three months ended March 31, 2013 for settlements of swaps in the period, as current LIBOR rates are lower than the average fixed rate. Further, there was a \$5.5 million unrealized gain for revaluation of the balance sheet position given current LIBOR and movements in the forward curve for interest rates. This compares to a realized loss of \$4.5 million in the three months ended March 31, 2012 and an unrealized gain of \$2.7 million.

At March 31, 2013, the total mark-to-market unrealized loss on the outstanding swap portfolio of \$327 million, recognized as a liability on the balance sheet, was \$30.1 million.

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Unrealized mark-to-market adjustments have no impact on operating performance or cash generation in the period reported.

Taxation

Taxation for the three months ended March 31, 2013 and 2012 was not material.

Net Income

Net income for the three months ended March 31, 2013 was \$7.2 million including \$5.5 million non-cash interest rate derivative mark-to-market gain. For the three months ended March 31, 2012 net income was \$8.0 million, including \$2.7 million non-cash interest rate derivative mark-to-market gain. Normalized net income was \$1.8 million for the three months ended March 31, 2013 and \$5.3 million for the three months ended March 31, 2012.

Credit Facility

The container shipping industry has been experiencing a significant cyclical downturn. As a consequence, there has been a continued decline in charter free market values of containerships since mid 2012. While the Company's stable business model largely insulates it from volatility in the freight and charter markets, a covenant in the credit facility with respect to the Leverage Ratio, which is the ratio of outstanding drawings under the credit facility and the aggregate charter free market value of the secured vessels, causes the Company to be sensitive to significant declines in vessel values. Under the terms of the credit facility, the Leverage Ratio cannot exceed 75%. The Leverage Ratio has little impact on the Company's operating performance as cash flows are largely predictable under its business model.

In anticipation of the scheduled test of the Leverage Ratio as at November 30, 2012 when the Company expected that the Leverage Ratio would be between 75% and 90%, the Company agreed with its lenders to waive the requirement to perform the Leverage Ratio test until December 1, 2014. Under the terms of the waiver, the fixed interest margin to be paid over LIBOR increased to 3.75%, prepayments became based on cash flow rather than a fixed amount of \$10 million per quarter, and dividends on common shares cannot be paid.

In the three months ended March 31, 2013 a total of \$14.8 million of debt was repaid leaving a balance outstanding of \$410.9 million.

Dividend

Global Ship Lease is not currently able to pay a dividend on common shares under the terms of the credit facility waiver.

Fleet

The following table provides information about the on-the-water fleet of 17 vessels chartered to CMA CGM.

Vessel Name	Capacity in TEUs ⁽¹⁾	Year Built	Purchase by GSL	Remaining Charter Term ⁽²⁾ (years)	Earliest Charter Expiry Date	Daily Charter Rate \$
Ville d'Orion ⁽³⁾	4,113	1997	Dec 2007	0.1	May 1, 2013	9,962
Ville d'Aquarius ⁽³⁾	4,113	1996	Dec 2007	0.1	May 1, 2013	9,962
CMA CGM Matisse	2,262	1999	Dec 2007	3.7	Sept 21, 2016	18,465
CMA CGM Utrillo	2,262	1999	Dec 2007	3.7	Sept 11, 2016	18,465
Delmas Keta	2,207	2003	Dec 2007	4.7	Sept 20, 2017	18,465
Julie Delmas	2,207	2002	Dec 2007	4.7	Sept 11, 2017	18,465
Kumasi	2,207	2002	Dec 2007	4.7	Sept 21, 2017	18,465
Marie Delmas	2,207	2002	Dec 2007	4.7	Sept 14, 2017	18,465
CMA CGM La Tour	2,272	2001	Dec 2007	3.7	Sept 20, 2016	18,465
CMA CGM Manet	2,272	2001	Dec 2007	3.7	Sept 7, 2016	18,465
CMA CGM Alcazar	5,089	2007	Jan 2008	7.7	Oct 18, 2020	33,750
CMA CGM Château d'If	5,089	2007	Jan 2008	7.7	Oct 11, 2020	33,750
CMA CGM Thalassa	11,040	2008	Dec 2008	12.7	Oct 1, 2025	47,200
CMA CGM Jamaica	4,298	2006	Dec 2008	9.7	Sept 17, 2022	25,350
CMA CGM Sambhar	4,045	2006	Dec 2008	9.7	Sept 16, 2022	25,350

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CMA CGM America	4,045	2006	Dec 2008	9.7	Sept 19, 2022	25,350
CMA CGM Berlioz	6,621	2012	Aug 2009	8.5	May 28, 2021	34,000

(1) *Twenty-foot Equivalent Units.*

(2) *As at March 31, 2013. Plus or minus 90 days at charterers' option, except Ville d'Orion and Ville d'Aquarius, which were plus or minus 22 days at charterer's option.*

(3) *New charters at \$7,000 per day commenced May 1, 2013 to April 30, 2014 plus or minus 30 days at charterer's option.*

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Conference Call and Webcast

Global Ship Lease will hold a conference call to discuss the Company's results for the three months ended March 31, 2013 today, Thursday, May 9, 2013 at 10:30 a.m. Eastern Time. There are two ways to access the conference call:

(1) Dial-in: Dial-in: (866) 966-9439 or (631) 510-7498; Passcode: 42924807

Please dial in at least 10 minutes prior to 10:30 a.m. Eastern Time to ensure a prompt start to the call.

(2) Live Internet webcast and slide presentation: <http://www.globalshiplease.com>

If you are unable to participate at this time, a replay of the call will be available through Thursday, May 23, 2013 at (866) 247-4222 or (631) 510-7499. Enter the code 42924807 to access the audio replay. The webcast will also be archived on the Company's website: <http://www.globalshiplease.com>.

Annual Report on Form 20F

Global Ship Lease, Inc has filed its Annual Report for 2012 with the Securities and Exchange Commission. A copy of the report can be found under the Investor Relations section (Annual Reports) of the Company's website at <http://www.globalshiplease.com>. Shareholders may request a hard copy of the audited financial statements free of charge by contacting the Company at info@globalshiplease.com or by writing to Global Ship Lease, Inc, care of Global Ship Lease Services Limited, Portland House, Stag Place, London SW1E 5RS or by telephoning +44 (0) 207 869 8806.

About Global Ship Lease

Global Ship Lease is a containership charter owner. Incorporated in the Marshall Islands, Global Ship Lease commenced operations in December 2007 with a business of owning and chartering out containerships under long-term, fixed rate charters to top tier container liner companies.

Global Ship Lease owns 17 vessels with a total capacity of 66,349 TEU with an average age, weighted by TEU capacity, at March 31, 2013 of 9.1 years. All of the current vessels are fixed on long-term charters to CMA CGM with an average remaining term of 6.0 years, or 7.2 years on a weighted basis.

Reconciliation of Non-U.S. GAAP Financial Measures

A. ADJUSTED EBITDA

Adjusted EBITDA represents net income before interest income and expense including amortization of deferred finance costs, realized and unrealized gain (loss) on derivatives, income taxes, depreciation and amortization. Adjusted EBITDA is a non-US GAAP quantitative measure used to assist in the assessment of the Company's ability to generate cash from its operations. We believe that the presentation of Adjusted EBITDA is useful to investors because it is frequently used by securities analysts, investors and other interested parties in the evaluation of companies in our industry. Adjusted EBITDA is not defined in US GAAP and should not be considered to be an alternate to Net income or any other financial metric required by such accounting principles.

ADJUSTED EBITDA - UNAUDITED

<i>(thousands of U.S. dollars)</i>	Three months ended Mar 31, 2013	Three months ended Mar 31, 2012
Net income	7,234	7,950
Adjust:		
Depreciation	10,070	9,969
Interest income	(11)	(23)
Interest expense	4,900	5,466
Realized loss on interest rate derivatives	5,414	4,492
Unrealized gain on interest rate derivatives	(5,453)	(2,676)
Income tax	22	(10)
Adjusted EBITDA	22,176	25,168

B. Normalized net income

Normalized net income represents net income adjusted for the unrealized gain on derivatives. Normalized net income is a non-GAAP quantitative measure which we believe will assist investors and analysts who often adjust reported net income for non-operating items such as change in fair value of derivatives to eliminate the effect of non cash non-operating items that do not affect operating performance or cash generated. Normalized net income is not defined in US GAAP and should not be considered to be an alternate to net income or any other financial metric required by such accounting principles.

NORMALIZED NET INCOME - UNAUDITED

<i>(thousands of U.S. dollars)</i>	Three months ended Mar 31, 2013	Three months ended Mar 31, 2012
Net income	7,234	7,950
Adjust:		
Unrealized gain on derivatives	(5,453)	(2,676)
Normalized net income	1,781	5,274

Safe Harbor Statement

This communication contains forward-looking statements. Forward-looking statements provide Global Ship Lease's current expectations or forecasts of future events. Forward-looking statements include statements about Global Ship Lease's expectations, beliefs, plans, objectives, intentions, assumptions and other statements that are not historical facts. Words or phrases such as anticipate, believe, continue, estimate, expect, intend, may, ongoing, plan, potential, predict, project, will or similar words or phrases, or the negatives of those words or phrases, in forward-looking statements, but the absence of these words does not necessarily mean that a statement is not forward-looking. These forward-looking statements are based on assumptions that may be incorrect, and Global Ship Lease cannot assure you that these projections included in these forward-looking statements will come to pass. Actual results could differ materially from those expressed or implied by the forward-looking statements as a result of various factors.

The risks and uncertainties include, but are not limited to:

future operating or financial results;

expectations regarding the future growth of the container shipping industry, including the rates of annual demand and supply growth;

the overall health and condition of the U.S. and global financial markets;

the financial condition of CMA CGM, Global Ship Lease's sole charterer and only source of operating revenue, and its ability to pay charterhire in accordance with the charters;

Global Ship Lease's financial condition and liquidity, including its ability to obtain additional waivers which might be necessary under the existing credit facility or obtain additional financing to fund capital expenditures, vessel acquisitions and other general corporate purposes;

Global Ship Lease's ability to meet its financial covenants and repay its credit facility;

Global Ship Lease's expectations relating to dividend payments and forecasts of its ability to make such payments including the availability of cash and the impact of constraints under its credit facility;

future acquisitions, business strategy and expected capital spending;

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operating expenses, availability of key employees and crew, number of offhire days, drydocking and survey requirements, general and administrative costs and insurance costs;

general market conditions and shipping industry trends, including charter rates and factors affecting supply and demand;

assumptions regarding interest rates and inflation;

changes in the rate of growth of global and various regional economies;

risks incidental to vessel operation, including piracy, discharge of pollutants and vessel accidents and damage including total or constructive total loss;

estimated future capital expenditures needed to preserve Global Ship Lease's capital base;

Global Ship Lease's expectations about the availability of ships to purchase, the time that it may take to construct new ships, or the useful lives of its ships;

Global Ship Lease's continued ability to enter into or renew long-term fixed-rate charters including the re-chartering of vessels on the expiry of existing charters, or to secure profitable employment for its vessels in the