

Star Bulk Carriers Corp.  
Form 6-K  
January 11, 2016

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

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FORM 6-K

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REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13A-16 OR 15D-16  
OF THE SECURITIES EXCHANGE ACT OF 1934  
For the month of January 2016  
Commission File Number: 001-33869

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STAR BULK CARRIERS CORP.  
(Translation of registrant's name into English)

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Star Bulk Carriers Corp.  
c/o Star Bulk Management Inc.  
40 Agiou Konstantinou Street,  
15124 Maroussi,  
Athens, Greece  
(Address of principal executive office)

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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-T Rule 101(b)(1):

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

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):

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

The information contained in this Form 6-K (including the exhibits hereto) is hereby incorporated by reference into the registrant's Registration Statements on Form F-3 (File Nos. 333-197886 and 333-198832) and Registration Statement on Form S-8 (File No. 333-176922), to be a part thereof from the date on which this report is submitted, to the extent not superseded by documents or reports subsequently filed or furnished.

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INFORMATION CONTAINED IN THIS FORM 6-K REPORT  
RECEIPT OF NASDAQ NOTICE

Star Bulk Carriers Corp. (the "Company" or "Star Bulk") (Nasdaq: SBLK) a global shipping company providing transportation solutions in the dry bulk sector, today announced that the Company received a letter from the Listing Qualifications department of The NASDAQ Stock Market LLC ("Nasdaq"), dated as of January 6, 2016, notifying the Company that the minimum bid price for its common shares was below \$1.00 per share for a period of 30 consecutive business days, and that the Company therefore did not meet the minimum bid price requirement for the Nasdaq Global Select Market, which is set forth in Nasdaq Listing Rule 5450(a)(1).

The Company's common shares will continue to be listed on and trade on the Nasdaq Global Select Market under the symbol "SBLK", as the Nasdaq notification letter does not result in the immediate delisting of the Company's common shares. The Company's business operations are not affected by the notification letter. The Company has a compliance period of 180 calendar days, or until July 5, 2016, to regain compliance with Nasdaq's minimum bid price requirement. Compliance would be regained if the minimum bid price for the Company's common shares were to be at or above \$1.00 per share for a minimum of 10 consecutive business days before the expiration of the grace period. If the Company does not regain compliance in that period, it may be eligible for an additional grace period if it satisfies the continued listing requirement for market value of publicly held shares and all other initial listing standards, with the exception of the bid price requirement, and provides written notice of its intention to cure the deficiency during the second compliance period.

The Company intends to monitor the closing bid price of its common stock between now and July 5, 2016 and is considering all options that will allow its common shares to remain listed on the Nasdaq.

CAUTIONARY STATEMENT CONCERNING FORWARD-LOOKING INFORMATION

This Form 6-K, and the documents to which the Company refers in this Form 6-K, as well as information included in oral statements or other written statements made or to be made by the Company, contain "forward-looking statements," within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Exchange Act, with respect to our financial condition, results of operations and business and our expectations or beliefs concerning future events. Words such as, but not limited to, "believe," "expect," "anticipate," "estimate," "intend," "plan," "targets," "projects," "likely," "would," "could" and similar expressions or phrases may identify forward-looking statements.

All forward-looking statements involve risks and uncertainties. The occurrence of the events described, and the achievement of the expected results, depend on many events, some or all of which are not predictable or within our control. Actual results may differ materially from expected results.

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In addition, important factors that, in our view, could cause actual results to differ materially from those discussed in the forward-looking statements include:

~~g~~eneral dry bulk shipping market conditions, including fluctuations in charterhire rates and vessel values;  
~~t~~he strength of world economies;  
~~t~~he stability of Europe and the Euro;  
~~f~~luctuations in interest rates and foreign exchange rates;  
~~e~~changes in demand in the dry bulk shipping industry, including the market for our vessels;  
~~e~~changes in our operating expenses, including bunker prices, dry docking and insurance costs;  
— changes in governmental rules and regulations or actions taken by regulatory authorities;  
~~p~~otential liability from pending or future litigation;  
~~g~~eneral domestic and international political conditions;  
~~p~~otential disruption of shipping routes due to accidents or political events;  
~~t~~he availability of financing and refinancing;  
~~o~~ur ability to meet requirements for additional capital and financing to complete our newbuilding program and grow our business;  
~~v~~essel breakdowns and instances of off-hire;  
~~r~~isks associated with vessel construction;  
~~p~~otential exposure or loss from investment in derivative instruments;  
~~p~~otential conflicts of interest involving our Chief Executive Officer, his family and other members of our senior management;  
~~o~~ur ability to complete acquisition transactions as planned; and  
~~t~~he risk factors and other factors referred to in the Company's reports filed with or furnished to the SEC.

Consequently, all of the forward-looking statements we make in this document are qualified by the information contained or referred to herein, including, but not limited to, (i) the information contained under this heading and (ii) the information disclosed in the Company's annual report on Form 20-F for the fiscal year ended 2014, filed with the SEC on April 8, 2015.

You should carefully consider the cautionary statements contained or referred to in this section in connection with any subsequent written or oral forward-looking statements that may be issued by us or persons acting on our behalf. Except as required by law, the Company undertakes no obligation to update any of these forward-looking statements.

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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.

Date: January 8, 2016 STAR BULK CARRIERS CORP.  
(Registrant)

By: /s/ Simos Spyrou  
Name: Simos Spyrou  
Title: Co-Chief Financial Officer

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