

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>MILLENCO, L.L.C.</u>  (Last) (First) (Middle) <u>C/O MILLENNIUM MANAGEMENT LLC</u> <u>666 FIFTH AVENUE, 8TH FLOOR</u>  (Street) <u>NEW YORK</u> <u>NY</u> <u>10103-0899</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Global Ship Lease, Inc. [ GSL ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>10/08/2008</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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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 (A) 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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Shares	10/08/2008		S		19,675	D	\$3.67	2,122,853	D	
Class A Common Shares	10/08/2008		S		200	D	\$3.83	2,122,653	D	
Class A Common Shares	10/08/2008		S		125	D	\$3.84	2,122,528	D	
Class A Common Shares	10/08/2008		S		22,600	D	\$3.92	2,099,928	D	
Class A Common Shares	10/08/2008		S		200	D	\$3.96	2,099,728	D	
Class A Common Shares	10/08/2008		S		900	D	\$4	2,098,828	D	
Class A Common Shares	10/08/2008		S		100	D	\$4.02	2,098,728	D	
Class A Common Shares	10/08/2008		S		200	D	\$4.03	2,098,528 <sup>(1)</sup>	D <sup>(1)(5)(8)(9)</sup>	
Class A Common Shares								186,866 <sup>(2)</sup>	D <sup>(2)(4)(5)(6)(7)(8)(9)</sup>	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrant	\$6 <sup>(3)</sup>						09/22/2008 <sup>(3)</sup>	08/24/2010 <sup>(3)</sup>	Class A Common Shares	4,302,768 <sup>(1)(3)</sup>		4,302,768 <sup>(1)(3)</sup>	D <sup>(1)(5)(8)(9)</sup>	

1. Name and Address of Reporting Person* <u>MILLENCO, L.L.C.</u>  (Last) (First) (Middle) <u>C/O MILLENNIUM MANAGEMENT LLC</u> <u>666 FIFTH AVENUE, 8TH FLOOR</u>  (Street) <u>NEW YORK</u> <u>NY</u> <u>10103-0899</u>  (City) (State) (Zip)	1. Name and Address of Reporting Person* <u>COGNIZANT HOLDINGS, LTD.</u>  (Last) (First) (Middle) <u>MILLENNIUM INTERNATIONAL MANAGEMENT LP</u> <u>666 FIFTH AVENUE, 8TH FLOOR</u>  (Street)
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NEW YORK	NY	10103-0899
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>INTEGRATED HOLDING GROUP, L.P.</u>		
(Last)	(First)	(Middle)
C/O MILLENNIUM MANAGEMENT LLC		
666 FIFTH AVENUE, 8TH FLOOR		
(Street)		
NEW YORK	NY	10103-0899
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>MILLENNIUM INTERNATIONAL MANAGEMENT LP</u>		
(Last)	(First)	(Middle)
666 FIFTH AVENUE, 8TH FLOOR		
(Street)		
NEW YORK, NY	NY	10103-0899
10103		
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>MILLENNIUM INTERNATIONAL MANAGEMENT GP LLC</u>		
(Last)	(First)	(Middle)
666 FIFTH AVENUE, 8TH FLOOR		
(Street)		
NEW YORK	NY	10103-0899
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>MILLENNIUM MANAGEMENT, L.L.C.</u>		
(Last)	(First)	(Middle)
666 FIFTH AVENUE, 8TH FLOOR		
(Street)		
NEW YORK	NY	10103-0899
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>ENGLANDER ISRAEL A</u>		
(Last)	(First)	(Middle)
C/O MILLENNIUM MANAGEMENT LLC		
666 FIFTH AVENUE, 8TH FLOOR		
(Street)		
NEW YORK	NY	10103-0899
(City)	(State)	(Zip)

Explanation of Responses:

- As of the date of this filing, Millenco LLC, a Delaware limited liability company ("Millenco"), is the beneficial owner of 6,401,296 Class A common shares, par value \$0.01 per share ("Class A Common Shares") of Global Ship Lease, Inc. (the "Issuer") consisting of 2,098,528 Class A Common Shares and warrants ("Warrants") to purchase 4,302,768 Class A Common Shares.
- As of the date of this filing, Cognizant Holdings, Ltd., an exempted limited company organized under the laws of the Cayman Islands ("Cognizant Holdings"), is the beneficial owner of 186,866 of the Issuer's Class A Common Shares.
- Each Warrant entitles the holder to purchase one of the Issuer's Class A Common Shares at an exercise price of \$6.00 per share. The Warrants became exercisable on September 22, 2008, the date that the Issuer's registration statement was declared effective by the Securities and Exchange Commission. The Warrants will expire on August 24, 2010, unless earlier redeemed by the Issuer.
- Integrated Holding Group LP, a Delaware limited partnership ("Integrated Holding Group") is the 100% shareholder of Cognizant Holdings, and consequently may be deemed to have voting control and investment discretion over securities owned by Cognizant Holdings.
- Millennium Management LLC, a Delaware limited liability company ("Millennium Management") is the manager of Millenco and the general partner of Integrated Holding Group, and consequently may be deemed to have voting control and investment discretion over securities owned by Millenco and Cognizant Holdings and securities deemed to be owned by Integrated Holding Group, as the case may be.
- Millennium International Management LP, a Delaware limited partnership ("Millennium International Management") is the investment manager to Cognizant Holdings, and consequently may be deemed to have voting control and investment discretion over securities owned by Cognizant Holdings.

7. Millennium International Management GP LLC, a Delaware limited liability company ("Millennium International Management GP") is the general partner of Millennium International Management, and consequently may be deemed to have voting control and investment discretion over securities deemed to be beneficially owned by Millennium International Management.

8. Israel A. Englander ("Mr. Englander") is the managing member of Millennium Management and of Millennium International Management GP, and consequently may be deemed to be the beneficial owner of any shares deemed to be beneficially owned by Millennium Management or Millennium International Management GP, as the case may be.

9. The foregoing should not be construed in and of itself as an admission by Millennium Management, Integrated Holding Group, Millennium International Management, Millennium International Management GP, or Mr. Englander as to beneficial ownership of the securities owned by Millenco or Cognizant Holdings, as the case may be.

Remarks:

<a href="#"><u>Mark Meskin, Chief Executive Officer</u></a>	<a href="#"><u>10/09/2008</u></a>
** Signature of Reporting Person	Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**

EXHIBIT 99 - JOINT FILER INFORMATION

Name: Cognizant Holdings, Ltd.  
Address: c/o Millennium International Management LP  
666 Fifth Avenue, 8th Floor  
New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring  
Statement: 10/08/2008

Signature: COGNIZANT HOLDINGS, LTD.  
BY: Millennium International Management LP,  
as investment manager

By: /s/ David Nolan  
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Name: David Nolan  
Title: Co-President

Name: Integrated Holding Group LP  
Address: c/o Millennium Management LLC  
666 Fifth Avenue, 8th Floor  
New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring  
Statement: 10/08/2008

Signature: INTEGRATED HOLDING GROUP LP  
BY: Millennium Management LLC,  
its general partner

By: /s/ David Nolan  
-----

Name: David Nolan  
Title: Co-President

Name: Millennium International Management LP  
Address: 666 Fifth Avenue, 8th Floor  
New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring  
Statement: 10/08/2008

Signature: MILLENNIUM INTERNATIONAL MANAGEMENT LP

By: /s/ David Nolan  
-----

Name: David Nolan  
Title: Co-President

Name: Millennium International Management GP LLC  
Address: 666 Fifth Avenue, 8th Floor  
New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring  
Statement: 10/08/2008

Signature: MILLENNIUM INTERNATIONAL MANAGEMENT GP LLC

By: /s/ David Nolan  
-----

Name: David Nolan  
Title: Executive Vice President

Name: Millennium Management LLC  
Address: 666 Fifth Avenue, 8th Floor  
New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring  
Statement: 10/08/2008

Signature: MILLENNIUM MANAGEMENT LLC

By: /s/ David Nolan

-----  
Name: David Nolan  
Title: Co-President

Name: Israel A. Englander  
Address: c/o Millennium Management LLC  
666 Fifth Avenue, 8th Floor  
New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring  
Statement: 10/08/2008

Signature: /s/ Israel A. Englander by David Nolan  
pursuant to a Power of Attorney  
filed with the SEC on June 6, 2005

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Israel A. Englander