

EUROSEAS LTD.
Form 6-K
December 31, 2008

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

For the month of December 2008

EUROSEAS LTD.

(Translation of registrant's name into English)

Euroseas Ltd.

Aethrion Center

40 Ag. Konstantinou Street

151 24 Maroussi, Greece

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual
reports under cover Form 20-F or Form 40-F.

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Form 20-F Form 40-F

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

<PAGE>

INFORMATION CONTAINED IN THIS FORM 6-K REPORT

Attached to this Report on Form 6-K as Exhibit 1 is a copy of the press release issued by Euroseas Ltd. (the "Company") on December 30, 2008 that the Company Announces Agreement to Sell Panamax Drybulk Vessel and Renegotiation and Extension of Two Container Vessel Charters.

EXHIBIT 1

Euroseas Ltd. Announces Agreement to Sell Panamax Drybulk Vessel and Renegotiation and Extension of Two Container Vessel Charters.

Maroussi, Athens, Greece - December 30, 2008. Euroseas Ltd. (NASDAQ: ESEA), an owner and operator of drybulk carriers, container ship and multipurpose vessels and provider of seaborne transportation for drybulk and containerized cargoes, announced today that it has signed a Memorandum of Agreement to sell M/V Ioanna P, a Panamax drybulk vessel of 64,873 dwt built in 1984 in Japan. The M/V Ioanna P was sold for approximately \$3.85 million. The vessel will be delivered to her new owners within January 2009.

Furthermore the company has entered into an agreement to extend the charters of two of its containerships while adjusting their present charter rate. The charter of M/V OEL Transworld will be extended for an additional one year at Euroseas option at a gross daily rate of \$10,000 after the conclusion of the present charter while reducing her current charter from \$18,500 to \$12,000 starting on the 9th of November 2008. Additionally, the charter of M/V OEL Integrity will be extended for an additional six months at Euroseas option at a gross daily rate of \$7,000 while reducing her current charter from \$16,500 to \$11,000 starting on the 9th of November 2008.

Following the sale of the M/V Ioanna P, the previously acquired M/V Solar Europe and assuming Euroseas chooses to extend the above-mentioned charters, approximately 50% of Euroseas total fleet days of 2009 and approximately 27% in 2010 will be fixed under period charters, already concluded spot charters, FFA contracts, or, otherwise protected from market fluctuations.

Aristides Pittas, Chairman and CEO of Euroseas commented: "With the sale of M/V Ioanna P one of our eldest units we are continuing our fleet renewal and expansion program. We believe that the strength of our balance sheet will enable us to capitalize on opportunities to renew and grow our fleet in 2009. Our additional decision to renegotiate the two charters while securing optional extensions at our option trades off cash flow in early 2009 with additional flexibility and downside protection in the later part of 2009 and 2010 while maintaining any potential upside.

Fleet Profile:

Following the delivery around the end of January 2009 of the recently acquired M/V Solar Europe, the Euroseas Ltd. fleet profile will be as follows:

| Name | Type | Dwt | TEU | Year Built | Employment | TCE Rate (\$/day) |
|--|-----------|----------------|-----|------------|-----------------------|---|
| <u>Dry Bulk Vessels</u> | | | | | | |
| IRINI (*) | Panamax | 69,734 | | 1988 | Baumarine Pool | Spot |
| ARISTIDES N.P. | Panamax | 69,268 | | 1993 | TC til Jan-09 | \$52,000 |
| SOLAR EUROPE (to be renamed) | Handysize | 46,667 | | 1998 | Spot - from Jan-09 | Spot |
| NIKOLAOS P. | Handysize | 34,750 | | 1984 | Spot | Spot |
| GREGOS | Handysize | 38,691 | | 1984 | Spot | Spot |
| Total Dry Bulk Vessels | 5 | 259,110 | | | | |
| <u>Multipurpose Dry Cargo Vessels</u> | | | | | | |
| TASMAN TRADER | 1 | 22,568 | 950 | 1990 | TC til Mar-12 | \$9,500 til Dec-10, \$9,000 til Mar-12 |

Container Carriers

| | | | | | | | | |
|-------------------------------------|--------------|----------------|---------------|------|--|----------------------------------|------------------|------------|
| | | | | | | | \$16,800 | til Aug 11 |
| | | | | | | TC | til Aug-11 | |
| MAERSK NOUMEA | Intermediate | 34,677 | 2,556 | 2001 | | (3 annual options til Aug-14) | \$18,735 | til Aug 12 |
| | | | | | | | \$19,240 | til Aug 13 |
| | | | | | | | \$19,750 | til Aug 14 |
| TIGER BRIDGE | Intermediate | 31,627 | 2,228 | 1990 | | TC | til Jul-09 | \$16,500 |
| ARTEMIS | Intermediate | 29,693 | 2,098 | 1987 | | TC | til Dec-08 | \$19,000 |
| DESPINA P | Handy size | 33,667 | 1,932 | 1990 | | TC | til Jan-09 | \$15,250 |
| OEL INTEGRITY | | | | | | TC | til Apr-09 | \$11,000 |
| (ex-JONATHAN P) | Handy size | 33,667 | 1,932 | 1990 | | | til Oct-09 | \$7,000 |
| | | | | | | (owner s option) | (owner s option) | |
| OEL TRANSWORLD | | | | | | TC | til Oct-09 | \$12,000 |
| (ex-CLAN GLADIATOR) | Handy size | 30,007 | 1,742 | 1992 | | | til Oct-10 | \$10,000 |
| | | | | | | (owner s option) | (owner s option) | |
| YM XINGANG I | Handy size | 23,596 | 1,599 | 1993 | | TC | til Jul-09 | \$26,650 |
| MANOLIS P | Handy size | 20,346 | 1,452 | 1995 | | TC | til Oct-09 | \$15,800 |
| NINOS (ex-YM QINGDAO I) | Feeder | 18,253 | 1,169 | 1990 | | TC | til Apr-10 | \$8,060 |
| KUO HSIUNG | Feeder | 18,154 | 1,169 | 1993 | | TC | til Jan-09 | \$15,800 |
| Total Container Carriers | 10 | 273,687 | 17,877 | | | | | |
| Fleet Grand Total | 16 | 555,365 | 18,827 | | | | | |

(*) "IRINI" is employed in the Baumarine spot pool that is managed by Klaveness, a major global charterer in the dry bulk area.

About Euroseas Ltd.

Euroseas Ltd. was formed on May 5, 2005 under the laws of the Republic of the Marshall Islands to consolidate the ship owning interests of the Pittas family of Athens, Greece, which has been in the shipping business over the past 136 years. Euroseas trades on the NASDAQ Global Market under the ticker ESEA.

Euroseas operates in the dry cargo, drybulk and container shipping markets. Euroseas` operations are managed by Eurobulk Ltd., an ISO 9001:2000 certified affiliated ship management company, which is responsible for the day-to-day commercial and technical management and operations of the vessels. Euroseas employs its vessels on spot and period charters and through pool arrangements.

The Company has a fleet of 16 vessels, including 3 Panamax drybulk carriers, 2 Handysize drybulk carriers, 3 Intermediate container ship, 5 Handysize container ships, 2 Feeder container ships and a multipurpose dry cargo vessel. Euroseas` 5 drybulk carriers have a total cargo capacity of 277,316 dwt, its 10 container ships have a cargo capacity of 17,787 teu and its 1 multipurpose vessel has a cargo capacity of 22,568 dwt or 950 teu.

Forward Looking Statement

This press release contains forward-looking statements (as defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended) concerning future events and the Company`s growth strategy and measures to implement such strategy; including expected vessel acquisitions and entering into further time charters. Words such as expects, intends, plans, believes, anticipates, hopes, estimates, and variations of such words and similar expressions are intended to identify forward-looking statements. Although the Company believes that the expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove to have been correct. These statements involve known and unknown risks and are based upon a number of assumptions and estimates that are inherently subject to significant uncertainties and contingencies, many of which are beyond the control of the Company. Actual results may differ materially from those expressed or implied by such forward-looking statements. Factors that could cause actual results to differ materially include, but are not limited to changes in the demand for dry bulk vessels, competitive factors in the market in which the Company operates; risks associated with operations outside the United States; and other factors listed from time to time in the Company`s filings with the Securities and Exchange Commission. The Company expressly disclaims any obligations or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in the Company`s expectations with respect thereto or any change in events, conditions or circumstances on which any statement is based.

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Visit our website www.euroseas.gr

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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.

EUROSEAS LTD.

(registrant)

Dated: December 31, 2008

By: /s/ Aristides J. Pittas

Aristides J. Pittas

President