

Seaspan CORP
Form 8-A12B
January 28, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES

PURSUANT TO SECTION 12(b) OR 12(g) OF THE

SECURITIES EXCHANGE ACT OF 1934

SEASPAN CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Republic of The Marshall Islands
(State of Incorporation or Organization)

N/A
(IRS Employer Identification No.)

Unit 2, 7th Floor, Bupa Centre,

141 Connaught Road West,

Hong Kong

China

(Address of principal executive office)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A(c), check the following box.

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If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A(d), check the following box. ..

Securities Act registration statement file number to which this form relates: 333-168938.

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class

Name Of Each Exchange On Which

To Be So Registered

Each Class Is To Be Registered

9.50% Series C Cumulative Redeemable Perpetual Preferred Shares, par value \$0.01

New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act: None

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

A description of the 9.50% Series C Cumulative Redeemable Perpetual Preferred Shares of Seaspan Corporation (the Registrant) is set forth under the caption Description of Series C Preferred Shares in the prospectus filed by the Registrant on January 25, 2011, pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus constitutes a part of the Registrant's Registration Statement on Form F-3 (Registration No. 333-168938), filed with the Securities and Exchange Commission on August 19, 2010. Such prospectus, in the form in which it is so filed, shall be deemed to be incorporated herein by reference.

Item 2. Exhibits.

- 3.1 Amended and Restated Articles of Incorporation of Seaspan Corporation (incorporated herein by reference to Exhibit 3.1 to the Company's Amendment No. 2 to Form F-1 (File No. 333-126762), filed with the SEC on August 4, 2005).
- 3.2 Bylaws of Seaspan Corporation (incorporated herein by reference to Exhibit 3.2 to the Company's Registration Statement on Form F-1 (File No. 333-126762), filed with the SEC on July 21, 2005).
- 3.3 Statement of Designation of the 9.50% Series C Cumulative Redeemable Perpetual Preferred Shares.
- 4.1 Specimen Copy of 9.50% Series C Cumulative Redeemable Perpetual Preferred Share Certificate.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: January 28, 2011

SEASPAN CORPORATION

By: /s/ Sai W. Chu

Sai W. Chu
Chief Financial Officer