

Seaspan CORP
Form 8-A12B
February 13, 2014

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)

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| 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)

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

| Title of Each Class To Be So Registered | Name Of Each Exchange On Which Each Class Is To Be Registered |
|--|--|
| 8.25% Series E Cumulative Redeemable Perpetual Preferred Shares, par value \$0.01 | New York Stock Exchange |

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.

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:

333-190718.

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 8.25% Series E Cumulative Redeemable Perpetual Preferred Shares of Seaspan Corporation (the Registrant) is set forth under the caption "Description of Series E Preferred Shares" in the prospectus filed by the Registrant on February 6, 2014, 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. 333-190718), filed with the Securities and Exchange Commission on August 19, 2013. 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 Articles of Amendment to the Amended and Restated Articles of Incorporation of Seaspan Corporation.
- 3.3 Amended and Restated Bylaws of Seaspan Corporation (incorporated herein by reference to Exhibit 1.2 to the Company's Annual Report on Form 20-F for the year ended December 31, 2011 (File No. 001-32591), filed with the SEC on March 23, 2012).
- 3.4 Statement of Designation of the 8.25% Series E Cumulative Redeemable Perpetual Preferred Shares.
- 4.1 Specimen Copy of 8.25% Series E 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: February 13, 2014

SEASPAN CORPORATION

By: /s/ Sai W. Chu

Sai W. Chu
Chief Financial Officer