

Seaspans CORP  
Form FWP  
August 04, 2016

Filed Pursuant to Rule 433

Registration No. 333-211545

## SUMMARY OF FINAL TERMS

August 4, 2016

**\$225,000,000**

### SEASPAN CORPORATION

#### **7.875% SERIES H CUMULATIVE REDEEMABLE PERPETUAL PREFERRED SHARES**

This summary pricing sheet relates only to the securities described below and should only be read together with the Preliminary Prospectus Supplement, subject to completion, dated August 4, 2016, relating to these securities and supersedes the information in the Preliminary Prospectus Supplement to the extent inconsistent with the information in the Preliminary Prospectus Supplement. Except as set forth on the immediately preceding sentence, this summary pricing sheet is qualified in its entirety by reference to the Preliminary Prospectus Supplement. Capitalized terms not defined herein have the meanings assigned to them in the Preliminary Prospectus Supplement.

|                                      |  |
|--------------------------------------|--|
| <b>Issuer</b>                        | <b>Seaspans Corporation</b>  |
| Securities Offered                   | 7.875% Series H Cumulative Redeemable Perpetual Preferred Shares, par value \$0.01 per share, liquidation preference \$25.00 per share (the Series H Preferred Shares).    |
| Trade Date                           | August 4, 2016.  |
| Settlement Date                      | August 11, 2016. <sup>(1)</sup>  |
| Offering Size                        | 9,000,000 Series H Preferred Shares (\$225,000,000 aggregate liquidation preference)   |
| Option to Purchase Additional Shares | The underwriters may also purchase an additional 1,350,000 Series H Preferred Shares at the Public Offering Price within 30 days of the date of the prospectus supplement. |
| Maturity                             | Perpetual.   |
| Conversion; Exchange and             | Will not have any conversion or exchange rights or be subject or entitled to preemptive rights.  |
| Preemptive Rights                    |  |

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| Dividend Payment Dates                       | Quarterly on January 30, April 30, July 30 and October 30, commencing October 30, 2016 (each, a Dividend Payment Date ).   |
| Dividends                                    | Shall accrue and be cumulative from the date the Series H Preferred Shares are originally issued and shall be payable on each Dividend Payment Date, when, as and if declared by the Issuer's board of directors.                |
| Dividend Rate                                | 7.875% per annum per \$25.00 of liquidation preference per share (equal to \$1.96875 per share per annum).   |
| Optional Redemption                          | At the option of the Issuer anytime on or after August 11, 2021, in whole or in part, at a redemption price of \$25.00 per share plus an amount equal to all accumulated and unpaid dividends thereon to the date of redemption. |
| Issue Price                                  | \$25.00 per share.   |
| Day Count                                    | 30/360.  |
| Net Proceeds to the Issuer (before expenses) | \$217,912,500 (or \$250,599,375 if the underwriters exercise their option to purchase additional shares in full)   |

(1) The Issuer expects that delivery of the Series H Preferred Shares will be made against payment therefor on or about August 11, 2016, which will be the fifth business day following the date hereof (this settlement cycle being referred to as T+5 ). Under Rule 15c6-1 of the Securities Exchange Act of 1934, trades in the secondary market generally are required to settle in three business days, unless the parties to a trade expressly agree otherwise. Accordingly, purchasers who wish to trade the Series H Preferred Shares on the date hereof or the next succeeding business day will be required, by virtue of the fact that the Series H Preferred Shares initially will settle in T+5, to specify alternative settlement arrangements at the time of any such trade to prevent a failed settlement and should consult their own advisor.

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|                             |   |
|-----------------------------|---|
| Ratings                     | The Series H Preferred Shares will not be rated by any nationally recognized statistical rating organization.   |
| Listing                     | The Issuer intends to file an application to list the Series H Preferred Shares on the New York Stock Exchange. |
| CUSIP/ISIN                  | 81254U 304 / US81254U3041   |
| Joint Book-Running Managers | Merrill Lynch, Pierce, Fenner & Smith   |

Incorporated  
Morgan Stanley & Co. LLC  
J.P. Morgan Securities LLC  
RBC Capital Markets, LLC  
Citigroup Global Markets Inc.

|             |   |
|-------------|---|
| Co-Managers | Janney Montgomery Scott LLC<br>BB&T Capital Markets, a division of BB&T Securities, LLC<br>Ladenburg Thalmann & Co. Inc<br>Wunderlich Securities, Inc<br>FBR Capital Markets & Co.<br>Incapital LLC |
|-------------|---|

This communication is intended for the sole use of the person to whom it is provided by us. This communication does not constitute an offer to sell the Series H Preferred Shares and is not soliciting an offer to buy the Series H Preferred Shares in any jurisdiction where the offer or sale is not permitted.

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by contacting: Merrill Lynch, Pierce, Fenner & Smith Incorporated at 1-800-294-1322; Morgan Stanley & Co. LLC, Attn: Prospectus Department, 180 Varick Street, 2nd Floor, New**

**York, NY 10014; J.P. Morgan Securities LLC, Attention: Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, or telephone: 1-866-803-9204; RBC Capital Markets, LLC, 200 Vesey Street, 8th Floor, New York, NY 10281, or telephone: 1-866-375-6829, or email: [rbcnyfixedincomeprospectus@rbccm.com](mailto:rbcnyfixedincomeprospectus@rbccm.com); or Citigroup Global Markets Inc., c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY, 11717, or telephone 1-800-831-9146, or email: [prospectus@citi.com](mailto:prospectus@citi.com).**

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