



seaspan
CORPORATION

The Leading Independent Containership Owner and Manager

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Second Quarter 2016 Financial Results Conference Call

July 26, 2016

Notice on Forward Looking Statements

This presentation contains certain forward-looking statements (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended), which reflect management's current views with respect to certain future events and performance, including, in particular, statements regarding: future operating or financial results; industry fundamentals, including estimated supply and demand for containerships; estimated operating results and guidance for the quarter ending September 30, 2016; estimated vessel deliveries, dry-dockings, dividends, and capital expenditures for 2016 and 2017; expansion of our business and growth opportunities; vessel deliveries and vessel financing arrangements, including expected financing; and our capital requirements. Although these statements are based upon assumptions we believe to be reasonable, they are subject to risks and uncertainties. These risks and uncertainties include, but are not limited to: the availability to us of containership acquisition opportunities; the availability and cost to us of financing, including to pursue growth opportunities; general market conditions and shipping market trends, including chartering rates, scrapping rates and newbuild orders; conditions in the containership market; our future cash flows and our ability to make dividend and other payments; the time that it may take to construct new ships; the financial condition of shipyards, charterers, lenders, refund guarantors and other counterparties and their ability to perform their obligations under their agreements with us; the potential for newbuilding delivery delays; the potential for early termination of long-term contracts and our potential inability to renew or replace long-term contracts; increasing costs or expenses; changes in accounting rules or treatment; working capital needs; our ability to maintain our reputation as a leading containership owner and operator; and other factors detailed from time to time in Seaspan's periodic reports and filings with the Securities and Exchange Commission, including Seaspan's Report on Form 20-F for the year ended December 31, 2015 and Seaspan's Report on Form 6-K for the three months ended June 30, 2016. We expressly disclaim any obligation to update or revise any of these forward-looking statements, whether because of future events, new information, a change in our views or expectations, or otherwise.

Please refer to the earnings release for descriptions and reconciliations of non-GAAP financial measures such as cash available for distribution to common shareholders, normalized net earnings, normalized earnings per share and adjusted EBITDA, which earnings release is available on our website at www.seaspancorp.com.

Q2 2016 Summary

Continued Access to Capital on a Global Basis

- Secured over \$1 billion of capital through multiple financing transactions
 - Over \$350 million of equity raised in three different financings
 - Majority of capital raised in Asia

Strong Control of Operating Costs

- Successful implementation of cost controls
- No increase in operating costs despite 10.3% increase in ownership days

Delivered on Growth Strategy

- Added 3 operating and 2 newbuilding vessels to the fleet:

Vessels	Date	Charter Details
MOL Beyond	April 2016	8-year fixed-rate time charter with MOL
YM Window	May 2016	10-year fixed-rate time charter with Yang Ming
YM Width	May 2016	10-year fixed-rate time charter with Yang Ming
2 x 11000 TEU (vessel acquisitions)	2017 Deliveries	17-year bareboat charters with MSC

Key Financial Highlights

- 12.6% increase in Revenue
- 4.9% increase in Adjusted EBITDA¹
- 5.2% increase in Cash Available for Distribution to Common Shareholders¹
- 36.4% increase in Normalized Earnings per Share, diluted¹
- Paid \$0.375 per share common dividend during Q2 – expect to pay an annual dividend of \$1.50 for the 2016 fiscal year

(1) Adjusted EBITDA, cash available for distribution to common shareholders and normalized EPS, diluted are non-GAAP measures. Please refer to the appendices at the back of this presentation or our earnings release that is available on our website at www.seaspncorp.com, for definitions of these terms and reconciliations of such measures to measures under GAAP.

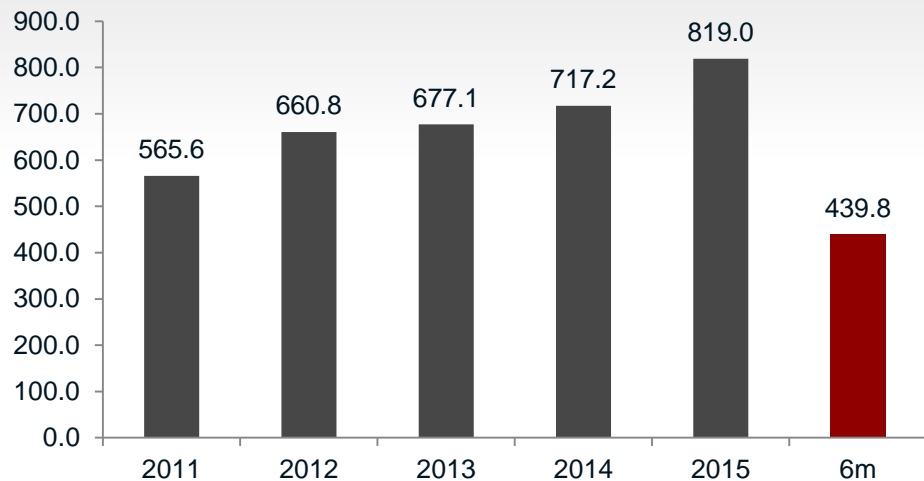
Q2 Financial Snapshot

<i>Dollar amounts in millions, except per share amounts</i>	Three Months Ended June 30		<i>Change</i>	
	2016	2015	\$	%
Income Statement				
Revenue	\$224.3	\$199.2	\$25.2	12.6%
Ship operating expenses	\$49.2	\$49.3	\$(0.1)	(0.1)%
G&A	\$9.1	\$6.4	\$2.7	42.0%
Operating leases	\$20.7	\$8.6	\$12.1	140.8%
Normalized net earnings ¹	\$44.0	\$35.2	\$8.8	25.1%
Normalized EPS, diluted ¹	\$0.30	\$0.22	\$0.08	36.4%
Cash Flow				
Adjusted EBITDA ¹	\$177.2	\$168.8	\$8.3	4.9%
Cash available for distribution to common shareholders ¹	\$111.2	\$105.7	\$5.5	5.2%
Cash dividends – common shares	\$35.5	\$17.1	\$18.4	107.4%
Balance Sheet	June 30, 2016	Dec 31, 2015	\$ Change	% Change
Cash and cash equivalents, and short-term investments	\$349.0	\$218.9	\$130.1	59.4%
Total Borrowings	\$3,728.3	\$3,730.0	\$(1.7)	(0.0)%
Shareholders' equity	\$1,729.2	\$1,776.2	\$(47.0)	(2.6)%

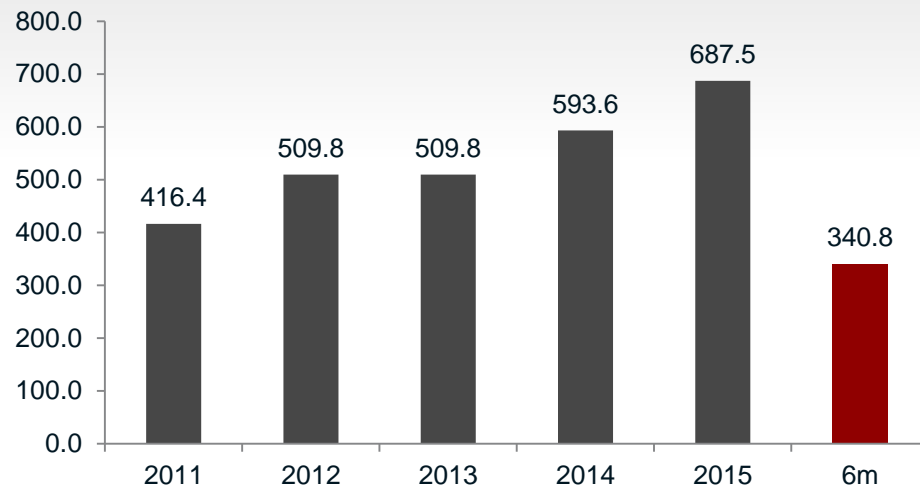
(1) Adjusted EBITDA, cash available for distribution to common shareholders, normalized net earnings and normalized EPS, diluted are non-GAAP measures. Please refer to the appendices at the back of this presentation or our earnings release that is available on our website at www.seaspacorp.com, for definitions of these terms and reconciliations of such measures to measures under GAAP.

Key Financial Highlights

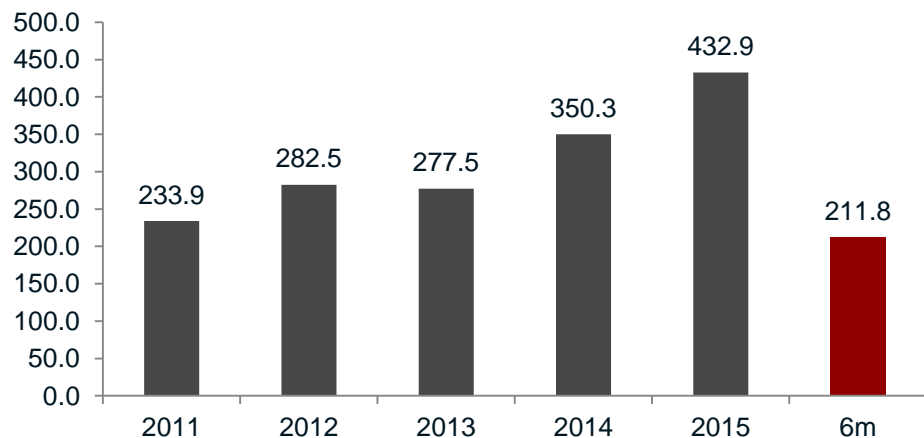
Revenue (\$m)



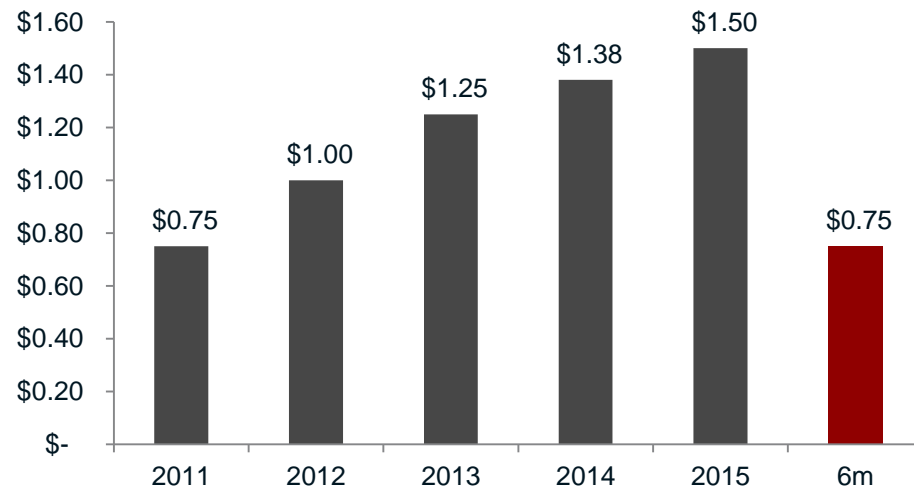
Adj. EBITDA (\$m)



Cash available for distribution to common shareholders (\$m)



Dividends Per Share



Strengthened Balance Sheet

Redeemed 9.5% Series C Preferred Shares and replaced through a Series of Equity Raises:

- **Series F Preferred Shares**

- \$140 million of gross proceeds
- Convertible to common shares at \$18 per share
- 6.95% dividend, increasing to 10.5% under certain circumstances
- Callable by company when dividend exceeds 6.95%

- **Series G Preferred Shares**

- \$115 million of gross proceeds
- 8.20% dividend

- **Class A Common Shares**

- \$100 million of gross proceeds
 - \$85 million public offering
 - \$15 million concurrent private placement to the founders of the company

Broad Access to Capital from Asia

Raised over \$700 million from multiple sources in Asia in Q2

- \$420 million in 17-year capital lease bareboat financings for MSC newbuilds
- \$144 million from sale-leaseback on YM Width, treated as an operating lease
- \$140 million Series F Convertible Preferred financing

Capitalizes on our long standing Asian presence, leading market position and scale

Extensive relationships with broad range of financial institutions and investors

Strong demand for US dollar denominated yield assets backed by quality issuers

Forward Guidance*

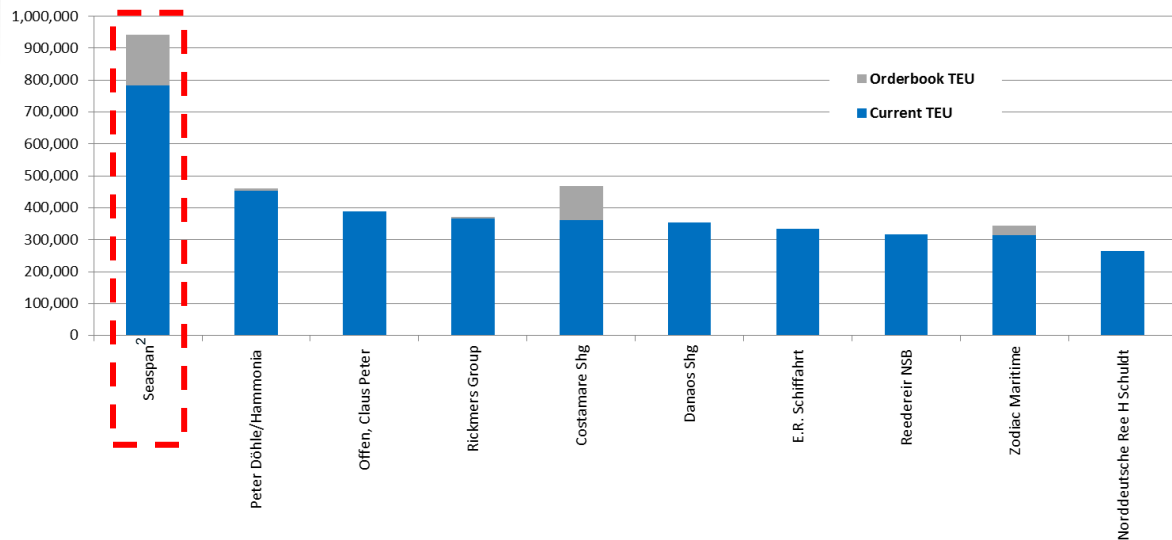
Key Financial Items for Q3 2016

<i>Estimated as at July 26, 2016, in \$millions, except per share amounts</i>	Q3 2016
Revenue	\$226 - \$231
Ship Operating Expense	\$50 - \$52
Operating Lease Expense	\$24 - \$26
Depreciation & Amortization	\$52 - \$54
G&A	\$7 - \$9
Interest Expense at the Hedged Rate	\$43 - \$45


*Note: All estimates are approximate, based on current information, and are subject to change. Assumes full performance under all charters, including Hanjin. Hanjin is currently pursuing a voluntary restructuring with its creditors, including us. We charter three 10000 TEU vessels to Hanjin at a daily rate of \$43,000 per vessel. At June 30, 2016 our outstanding balance of receivables from Hanjin was \$11.6 million; we have not taken an allowance for this receivable.

Seaspan – The World’s Largest Containership Lessor

Top 10 Containership Lessors¹



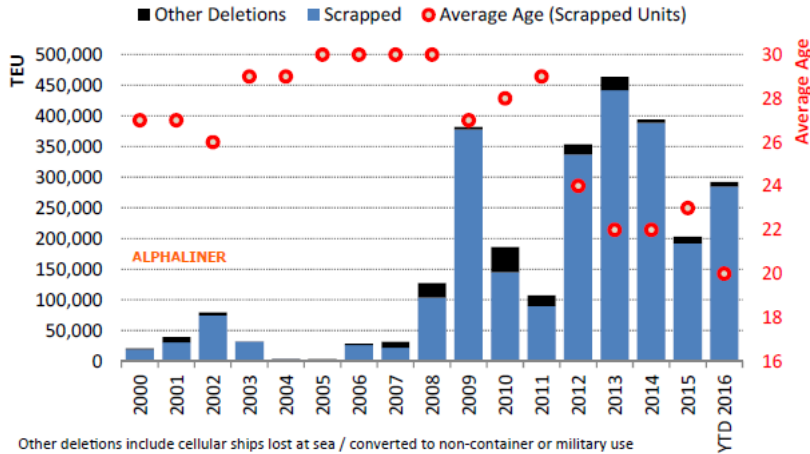
- Seaspan’s current operating owned and managed fleet² accounts for (on a TEU-weighted average basis):
 - 3.8% of the global operating fleet
 - 7.2% of the total containership lessors’ operating fleet
- Contracted revenue of approximately \$6.0 billion, excluding options
- Average remaining lease period of 5.4 years³

	TEU-weighted avg. age	Average Size
	~6.0 years ³	~7500 TEU ⁴
Global Containership Fleet	~8.2 years ⁵	~3900 TEU ⁵

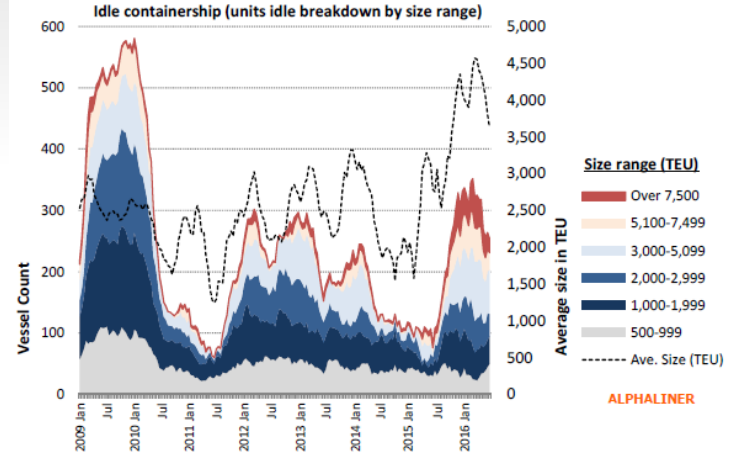
(1) List of top 10 independent containership lessors – Alphaliner Monthly Monitor, July 2016
 (2) Alphaliner Monthly Monitor, July 2016 and company filings. Based on Seaspan owned and managed vessels, including 104 operating vessels and 14 newbuilds scheduled for delivery by the end of 2017.
 (3) TEU-weighted average age and remaining lease period based on Seaspan’s 89 vessel fleet on the water.
 (4) TEU-weighted size based on Seaspan’s 2017 fully-delivered fleet which is expected to be 94 vessels (excluding the 4x4800 vessels to be sold at the end of 2016).
 (5) Alphaliner Monthly Monitor, July 2016

Container Industry Overview

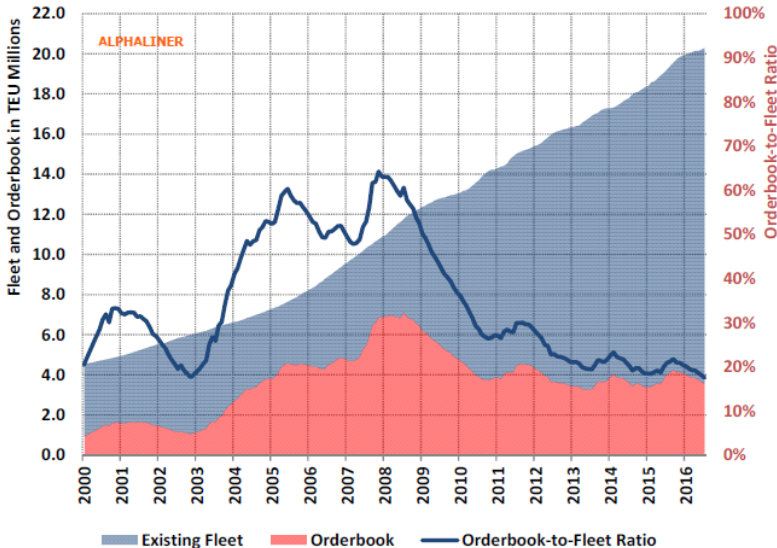
Scrapping



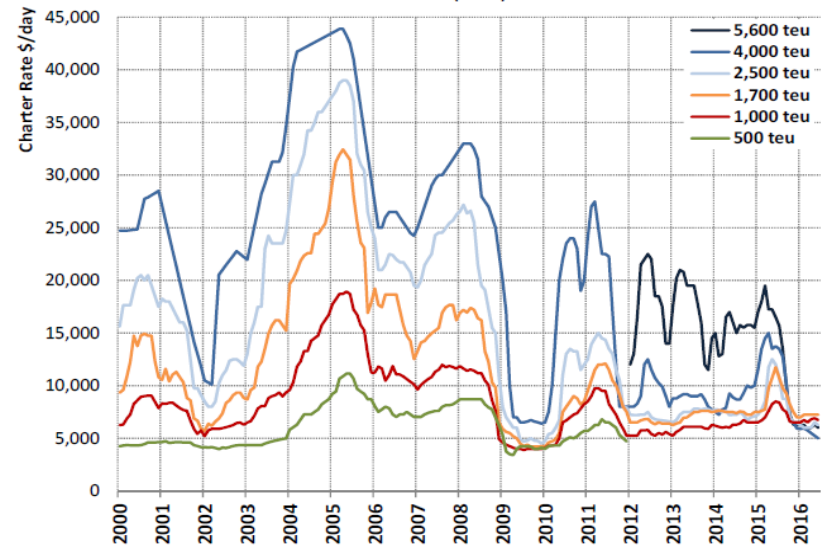
Idle Capacity



Orderbook-to-Fleet Ratio



Charter Rates



CEO Vision

Seaspan will continue to:

Capitalize on global leadership position

Focus on being the partner of choice to leading liner companies

Enhance our financial flexibility and balance sheet

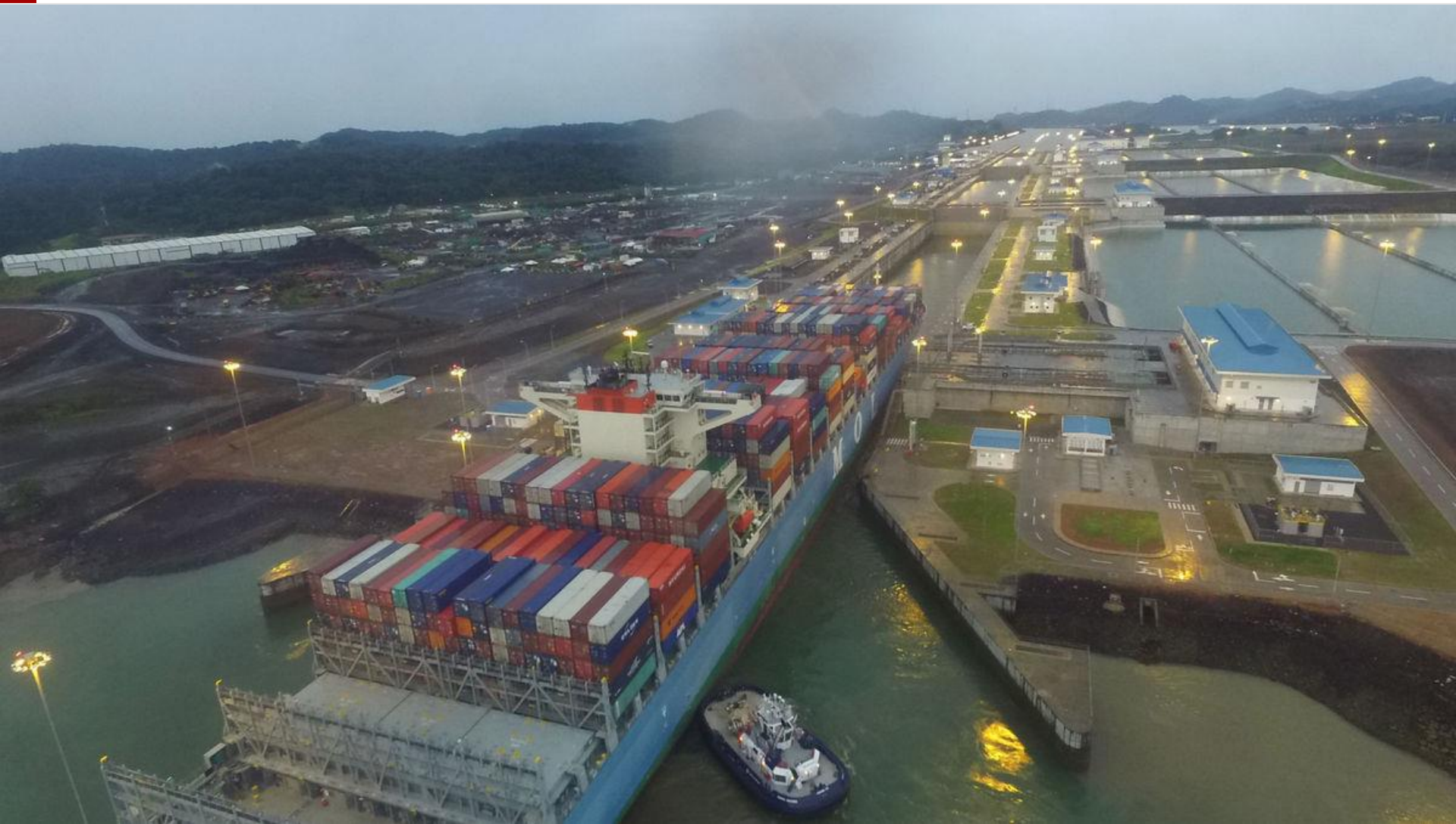
Pursue long-term, fixed-rate contracts with strong credit customers and high quality, modern assets

Maintain strong cost control measures

Follow a dividend policy aimed at sustainably returning capital to shareholders



Appendix



July 4, 2016

MOL Benefactor (10,000 TEU) – First Neo Panamax Containership to Perform a Commercial Transit Through the Expanded Panama Canal

Appendix A: Vessel Delivery and Dry-docking Summary

<i>Estimated as at July 26, 2016</i>	2016		2017
	Q3	Q4	FY
Scheduled Deliveries	1 x 10000 TEU Chartered to Maersk	No deliveries currently scheduled	1 x 14000 TEU Charterer Yang Ming 2 x 10000 TEU Charterer TBD 5 x 11000 TEU Chartered to MSC
Capex Requirements¹ (in millions)	~\$100	-	~\$470
Available Financing² (in millions)	~\$410		
Future Scheduled Dry-dockings (# days)	~45	-	~120

Please refer to our website at www.seaspancorp.com for details on our fleet and delivery schedule.

* Note: All estimates are approximate and based on current information, and subject to change.

- (1) Capex Requirements reflect, among other things, Seaspan contract installments for newbuilding vessels based on current expected construction schedule and delivery dates.
- (2) Available financing represents secured financing commitments in place to fund vessel capital expenditures.

Appendix B: Reconciliation of GAAP to Non-GAAP Measures

Adjusted EBITDA

Adjusted EBITDA (millions of USD)	Quarter Ended June 30	
	2016	2015
Net earnings	\$36.4	\$81.4
Adjust:		
Interest Expense and amortization of deferred financing fees	30.1	28.3
Interest Income	(2.8)	(3.2)
Undrawn credit facility fees	0.7	0.9
Depreciation and amortization	54.5	52.4
Refinancing expenses	0.8	1.2
Share-based compensation	1.5	1.1
Gain on sales (3)	32.2	30.7
Amortization of deferred gain (4)	(4.5)	(2.0)
Foreign exchange gain (5)	-	(6.6)
Bareboat charter adjustment, net (2)	4.8	4.6
Change in fair value of financial instruments (1)	23.3	(19.8)
Adjusted EBITDA	\$177.2	\$168.8

Appendix C: Reconciliation of GAAP to Non-GAAP Measures

Cash Available for Distribution to Common Shareholders

Cash Available for Distribution to Common Shareholders (millions of USD)	Quarter Ended June 30	
	2016	2015
Net earnings	\$36.4	\$81.4
Add:		
Depreciation and amortization	54.5	52.4
Interest expense and amortization of deferred financing fees	30.1	28.3
Refinancing expenses	0.8	1.2
Share-based compensation	1.5	1.1
Change in fair value of financial instruments (1)	23.3	(19.8)
Bareboat charter adjustment, net (2)	4.8	4.6
Gain on sales (3)	32.2	30.7
Less:		
Amortization of deferred gain (4)	(4.5)	(2.0)
Foreign exchange gain (5)	-	(6.6)
Dry-dock reserve adjustment	(5.1)	(3.8)
Series C preferred share dividends paid	(11.8)	(8.1)
Series D preferred share dividends paid	(2.5)	(2.5)
Series E preferred share dividends paid	(2.8)	(2.8)
Net cash flows before interest payments	157.0	154.0
Less:		
Interest expense at the hedged rate (6)	(45.8)	(48.3)
Cash available for distribution to common shareholders	\$111.2	\$105.7

Appendix D: Reconciliation of GAAP to Non-GAAP Measures

Normalized Net Earnings

Normalized Net Earnings (millions of USD)	Quarter Ended June 30	
	2016	2015
Net earnings	\$36.4	\$81.4
Adjust:		
Interest expense, excluding amortization of deferred financing fees	27.0	24.8
Refinancing expenses	0.8	1.2
Foreign exchange gain (5)	-	(6.6)
Write-off of vessel equipment (7)	2.2	2.5
Change in fair value of financial instruments (1)	23.3	(19.8)
Interest expense at the hedged rate (6)	(45.8)	(48.3)
Normalized net earnings	\$44.0	\$35.2

Appendix E: Reconciliation of GAAP to Non-GAAP Measures

Normalized Net Earnings and Normalized Net Earnings per Share

Normalized Net Earnings and Normalized Net Earnings per Share (millions of USD, except share and per share amounts)	Quarter Ended June 30	
	2016	2015
Normalized net earnings	\$44.0	\$35.2
Less preferred share dividends:		
Series C (including amortization of issuance costs)	6.4	8.4
Series D	2.5	2.5
Series E	2.8	2.8
Series F	1.2	-
Series G	0.4	-
Total preferred share dividends	13.2	13.8
Normalized net earnings attributable to common shareholders	\$30.8	\$21.4
Weighted average number of shares used to compute earnings per share		
Reported, basic	101.5	99.2
Share-based compensation	0.1	0.1
Series F convertible preferred shares	- (8)	-
Reported and normalized, diluted	101.6	99.3
Earnings per share:		
Reported, basic and diluted	\$0.23	\$0.68
Normalized, diluted (9)	\$0.30	\$0.22

Appendix F: Notes to Non-GAAP Financial Measures

(1) Change in fair value of financial instruments includes realized and unrealized losses (gains) on Seaspan's interest rate swaps, unrealized losses (gains) on Seaspan's foreign currency forward contracts and unrealized losses (gains) on interest rate swaps included in equity income on investment.

(2) In the second half of 2011, Seaspan entered into agreements to bareboat charter four 4800 TEU vessels to MSC for a five-year term, beginning from vessel delivery dates that occurred in 2011. Upon delivery of the vessels to MSC, the transactions were accounted for as sales-type leases. The vessels were disposed of and a gross investment in lease was recorded, which is being amortized to income through revenue. The bareboat charter adjustment in the applicable non-GAAP measures is included to reverse the GAAP accounting treatment and reflect the transaction as if the vessels had not been disposed of. Therefore, the bareboat charter fees are added back and the interest income from leasing, which is recorded in revenue, is deducted resulting in a net bareboat charter adjustment.

(3) During the three months ended June 30, 2016, the gain on sale relates to the proceeds received in excess of vessel cost upon the sale of one 14000 TEU vessel that was sold and leased back through a sale-leaseback transaction. During the six months ended June 30, 2016, the gain on sale relates to the proceeds received in excess of vessel cost upon the sale of one 10000 TEU and one 14000 TEU vessel that were sold and leased back through sale-leaseback transactions. Under these transactions, Seaspan sold the vessels to the SPCs and is leasing the vessels back. For accounting purposes, the gain is recognized over the term of the lease.

(4) Nine vessels were sold by Seaspan and Seaspan is leasing back the vessels. The gain on sales was deferred and is being amortized as a reduction of operating lease expense.

(5) Seaspan entered into contracts for the construction of five 14000 TEU newbuilding containerships. The contracts included a foreign exchange adjustment to adjust the US dollar denominated purchase price of the vessels. In connection with the allocation of two of the vessels to GCI, Seaspan recognized a foreign exchange gain of \$6.6 million which has been included in other income.

(6) Interest expense at the hedged rate is calculated as the interest incurred on operating debt at the fixed rate on the related interest rate swaps plus the applicable margin on the related variable rate credit facilities and leases, on an accrual basis. Interest expense on fixed rate borrowings is calculated using the effective interest rate.

(7) Commencing in May 2015, Seaspan installed vessel upgrades for certain of its vessels at the request of its charterer to enhance fuel efficiency. As a result, Seaspan incurred non-cash write-offs related to the original vessel equipment of \$2.2 million and \$9.0 million for the three and six months ended June 30, 2016. These write-offs are included in depreciation and amortization expense. The costs of the vessel upgrades are recoverable from the charterer.

(8) The convertible Series F preferred shares are not included in the computation of diluted EPS because its effect is anti-dilutive for the period.

Appendix G: Description of Non-GAAP Measures

Adjusted EBITDA

Adjusted EBITDA is defined as net earnings adjusted for interest expense and amortization of deferred financing fees, income tax expense, interest income, undrawn credit facility fees, depreciation and amortization, refinancing expenses, share-based compensation, gain on sales, amortization of deferred gain, foreign exchange gain, bareboat charter adjustment, change in fair value of financial instruments and certain other items that Seaspan believes are not representative of its operating performance.

Adjusted EBITDA provides useful information to investors in assessing Seaspan's results of operations. Seaspan believes that this measure is useful in assessing performance and highlighting trends on an overall basis. Seaspan also believes that this measure can be useful in comparing its results with those of other companies, even though other companies may not calculate this measure in the same way as Seaspan. The GAAP measure most directly comparable to Adjusted EBITDA is net earnings. Adjusted EBITDA is not defined by GAAP and should not be considered as an alternative to net earnings or any other indicator of Seaspan's performance required to be reported by GAAP.

Cash Available for Distribution to Common Shareholders

Cash available for distribution to common shareholders is defined as net earnings adjusted for depreciation and amortization, interest expense and amortization of deferred financing fees, refinancing expenses, share-based compensation, change in fair value of financial instruments, bareboat charter adjustment, gain on sales, amortization of deferred gain, foreign exchange gain, dry-dock reserve adjustment, cash dividends paid on preferred shares, interest expense at the hedged rate and certain other items that Seaspan believes are not representative of its operating performance.

Cash available for distribution to common shareholders is a non-GAAP measure used to assist in evaluating Seaspan's ability to make quarterly cash dividends before reserves for replacement capital expenditures. Cash available for distribution to common shareholders is not defined by United States generally accepted accounting principles ("GAAP") and should not be considered as an alternative to net earnings or any other indicator of Seaspan's performance required to be reported by GAAP.

Normalized Net Earnings and Normalized Net Earnings per Share

Normalized net earnings is defined as net earnings adjusted for interest expense, excluding amortization of deferred financing fees, refinancing expenses, foreign exchange gain, write-off of vessel equipment, change in fair value of financial instruments, interest expense at the hedged rate and certain other items Seaspan believes affect the comparability of operating results. Normalized net earnings is a useful measure because it excludes those items that Seaspan believes are not representative of its operating performance.

Normalized net earnings and normalized earnings per share are not defined by GAAP and should not be considered as an alternative to net earnings, earnings per share or any other indicator of Seaspan's performance required to be reported by GAAP.