United States Securities and Exchange Commission

Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

Information to be Included in Statements Filed Pursuant to § 240.13d-1(a) and Amendments Thereto Filed Pursuant to § 240.13d-2(a)

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

Seaspan Corporation

(Name of Issuer)

Series D Preferred Shares, par value \$0.01 (Title of Class of Securities)

Y75638109 (CUSIP Number)

Jeffrey Ferguson The Carlyle Group 1001 Pennsylvania Avenue, NW Suite 220 South Washington, D.C. 20004 (202) 729-5626

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

 $\label{eq:June 13, 2018} \textbf{Date of Event Which Requires Filing of This Statement)}$

schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. \square						
<i>Note</i> : Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhib	bits. See Rule 13d-7(b) for other parties					

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this

to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP	No. Y75638	109		13D	Page 1 of 35 pages	
1	Names of	Repo	orting Persons			
	The Car	lvle	Group L.P.			
2	Check the	App	ropriate Box if a Member of a	a Group		
	(a) □	(b)				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
			,			
5	OO Check if d	lisclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e) \Box		
6	Citizenshi	p or l	Place of Organization			
	Delawa	re				
		7	Sole Voting Power			
	BER OF		0			
	IARES ICIALLY	8	Shared Voting Power			
	NED BY ACH		1,869,200			
REP	ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
		10	Shared Dispositive Power			
			1,869,200			
11	Aggregate	Am	ount Beneficially Owned by E	Each Reporting Person		
	1,869,200					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of	Clas	s Represented by Amount in	Row (11)		
	26.6%					
14		eport	ing Person			
	PN					
	LIA					

CUSIP	No. Y75638	109		13D	Page 2 of 35 pages	
1	Names of	Repo	orting Persons			
	Carlyle	Gro	up Management L.L.C	•		
2			ropriate Box if a Member of a			
		•				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
	00					
5	Check if d	lisclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	p or l	Place of Organization			
	Delawai	re				
		7	Sole Voting Power			
	BER OF		0			
	IARES ICIALLY	8	Shared Voting Power			
	NED BY ACH		1,869,200			
REP	ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
		10	Shared Dispositive Power			
			1,869,200			
11	Aggregate Amount Beneficially Owned by Each Reporting Person					
	1,869,200					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of	Clas	s Represented by Amount in	Row (11)		
	26.6%					
14	Type of R	eport	ing Person			
	OO (De	lawa	are limited liability com	npany)		

CUSIP	No. Y75638	109		13D	Page 3 of 35 pages	
1	Names of	Repo	orting Persons			
	Carlyle	Hol	dings II GP L.L.C.			
2	Check the	App:	ropriate Box if a Member of a	n Group		
	(a) □	(0)				
3	SEC Use 0	Only				
4	Source of	Fund	s (See Instructions)			
	00					
5		lisclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	p or l	Place of Organization			
	Delawai	40	-			
	Delawai	7	Sole Voting Power			
	men or		-			
	BER OF ARES	8	0 Shared Voting Power			
BENEF	ICIALLY	U	Shared voting rower			
	NED BY ACH		0			
REPO	ORTING	9	Sole Dispositive Power			
	RSON		0			
v	VITH	10	Shared Dispositive Power			
11	Aggregate	Amo	0 ount Beneficially Owned by E	Each Reporting Person		
12	0 Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
	Check if the Aggregate Amount in Now (11) Excludes Certain States					
13	Percent of Class Represented by Amount in Row (11)					
	0%					
14	Type of R	eport	ing Person			
	OO (De	lawa	are limited liability com	pany)		
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CUSIP	No. Y75638	109		13D	Page 4 of 35 pages	
1	Names of	Repo	rting Persons			
	Carlyle	Hole	dings II L.P.			
2	Check the (a) □	Appr (b)	ropriate Box if a Member of a G	Group		
3	SEC Use	-				
4	Source of	Fund	s (See Instructions)			
	00					
5	Check if d	lisclo	sure of legal proceedings is req	uired pursuant to Items 2(d) or 2(e) \Box		
6	Citizenshi	p or l	Place of Organization			
	Québec					
NUMBER OF SHARES BENEFICIALLY 7 Sole Voting Power 0 Shared Voting Power			0 Shared Voting Power			
OWNED BY EACH REPORTING PERSON WITH 0 Sole Dispositive Power 0						
		10	Shared Dispositive Power 0			
11	Aggregate Amount Beneficially Owned by Each Reporting Person					
12	0 Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
15	0%	Cius	5 represented by 7 modificial R	on (11)		
14		eport	ing Person			
	PN (Que	ébec	société en commandite)			

CUSIP	No. Y75638	109		13D	Page 5 of 35 pages	
1	Names of	Repo	orting Persons			
	TC Gro	up (Cayman Investment Ho	oldings, L.P.		
2	Check the	App	ropriate Box if a Member of a			
	(a) 🗆	(b)				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
5	OO Check if o	lisclo	sure of legal proceedings is r	equired pursuant to Items 2(d) or 2(e)		
				equired parsuant to hemo 2(d) of 2(e)		
6	Citizenshi	p or	Place of Organization			
	Caymai	ı Isl				
		7	Sole Voting Power			
NUM	BER OF		0			
	IARES ICIALLY	8	Shared Voting Power			
OW	NED BY		0			
REP	ACH ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
	,	10	Shared Dispositive Power			
			0			
11	Aggregate Amount Beneficially Owned by Each Reporting Person					
	0					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
			-			
14	0% Type of R	eport	ing Person			
		-F	<i>G</i>			
	PN					

CUSIP	No. Y75638	3109		13D	Page 6 of 35 pages	
1	Names of	Repo	orting Persons			
	TC Gro	up (Cayman Investment Ho	ldings Sub L.P.		
2	Check the	App	ropriate Box if a Member of a			
	(a) □	(b)				
3	SEC Use	Only				
4	Source of	Func	ls (See Instructions)			
5	OO Check if d	lisclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
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6	Citizenshi	p or	Place of Organization			
	Caymaı	ı Isl				
		7	Sole Voting Power			
NUM	BER OF		0			
	IARES ICIALLY	8	Shared Voting Power			
OW	NED BY		0			
REPO	ACH ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
	,	10	Shared Dispositive Power			
			0			
11	Aggregate Amount Beneficially Owned by Each Reporting Person					
	0					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
			-			
14	0% Type of R	eport	ing Person			
		r	U			
	PN					

CUSIP I	No. Y75638	109		13D	Page 7 of 35 pages	
1	Names of	Repo	orting Persons			
	CP V G	enei	ral Partner, L.L.C.			
2	Check the	App	ropriate Box if a Member of a	Group		
	(a) □	(b)				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
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5		lisclo	sure of legal proceedings is re	quired pursuant to Items 2(d) or 2(e)		
6	Citizanshi	n or l	Place of Organization			
U		-	-			
	Caymar	_				
		7	Sole Voting Power			
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	ARES ICIALLY	8	Shared Voting Power			
	NED BY		0			
	ACH	9	Sole Dispositive Power			
	ORTING RSON					
	/ITH	- 10	0			
		10	Shared Dispositive Power			
			0			
11	Aggregate Amount Beneficially Owned by Each Reporting Person					
	0					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares					
13	Percent of Class Represented by Amount in Row (11)					
	0%					
14		eport	ing Person			
	OO (Ca	yma	n Islands Exempted Co	mpany)		

CUSIP 1	No. Y75638	109		13D	Page 8 of 35 pages	
1	Names of	Repo	orting Persons			
	TC Gro	up V	V Cayman, L.P.			
2	Check the	App	ropriate Box if a Member of a	a Group		
	(a) 🗆	(b)				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
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5	Спеск и о	iiscio	sure of legal proceedings is re	equired pursuant to items 2(d) or 2(e)		
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	Caymar	ı Isla	ands			
	5	7	Sole Voting Power			
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SH	ARES	8	Shared Voting Power			
	ICIALLY NED BY		•			
E	ACH	9	0 Sole Dispositive Power			
	ORTING RSON		-			
W	/ITH	10	0 Shared Dispositive Power			
		10	Shared Dispositive Power			
			0			
11	Aggregate	Am	ount Beneficially Owned by E	Each Reporting Person		
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12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
14	0% Type of R	enort	ing Person			
		-port				
	PN					

CUSIP	No. Y75638	109		13D	Page 9 of 35 pages	
1	Names of	Repo	orting Persons			
	CP V C	oinv	estment A Cayman, L.I	P.		
2	Check the	App (b)	ropriate Box if a Member of a	Group		
	(a) □	(D)				
3	SEC Use	Only				
4	Source of	Fund	s (See Instructions)			
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5	Check if c	lisclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	p or l	Place of Organization			
	Caymaı	ı Isla	ands			
		7	Sole Voting Power			
	BER OF		0			
	ARES	8	Shared Voting Power			
	NED BY ACH		0			
REPO	ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
		10	Shared Dispositive Power			
			0			
11	Aggregate Amount Beneficially Owned by Each Reporting Person					
	0					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
	0%					
14	Type of R	eport	ing Person			
	PN					
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CUSIP	No. Y75638	109		13D	Page 10 of 35 pages	
1	Names of	Repo	orting Persons			
	CP V C	oinv	estment B Cayman, L.I	P		
2	Check the (a) □	App:	ropriate Box if a Member of a	Group		
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3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
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5	Check if d	lisclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	p or l	Place of Organization			
	Caymaı	ı Isla	ands			
		7	Sole Voting Power			
	BER OF		0			
	ARES	8	Shared Voting Power			
	NED BY ACH		0			
REPO	ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
		10	Shared Dispositive Power			
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11	Aggregate Amount Beneficially Owned by Each Reporting Person					
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12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
	0%					
14	Type of R	eport	ing Person			
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CUSIP	No. Y75638	109		13D	Page 11 of 35 pages	
1	Names of	Repo	orting Persons			
	CAP III	, L.I	L .C.			
2	Check the (a) □	Appi (b)	ropriate Box if a Member of a (Group		
3	SEC Use	Only				
4	Source of OO	Fund	s (See Instructions)			
5		lisclo	sure of legal proceedings is req	quired pursuant to Items 2(d) or 2(e) \Box		
6	Citizenshi	p or I	Place of Organization			
	Delawai	re				
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11	Aggregate Amount Beneficially Owned by Each Reporting Person					
40	0					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11) 0%					
14	Type of Reporting Person OO (Delaware limited liability company)					

CUSIP	No. Y75638	3109		13D	Page 12 of 35 pages	
1	Names of	Repo	orting Persons			
	CAP III	[Ger	neral Partner, L.P.			
2	Check the	Appr	ropriate Box if a Member of a	a Group		
	(a) □	(b)				
3	SEC Use	Only				
4	Source of	Fund	s (See Instructions)			
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	Caymar	n Isla				
		7	Sole Voting Power			
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,	VIIII	10	Shared Dispositive Power			
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11	Aggregate	e Amo	ount Beneficially Owned by F	Each Reporting Person		
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12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares					
13	Percent of Class Represented by Amount in Row (11)					
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	PN					

CUSIP	No. Y75638	3109		13D	Page 13 of 35 pages	
1	Names of	Repoi	ting Persons			
	CAP III	[Co-	Investment, L.P.			
2	Check the	Appr	opriate Box if a Member of a	a Group		
	(a) 🗆	(b) [
3	SEC Use	Only				
4	Source of	Funds	s (See Instructions)			
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5	OO Check if d	lisclos	ure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	ip or P	lace of Organization			
	Caymar					
		7	Sole Voting Power			
	BER OF		0			
	IARES FICIALLY	8	Shared Voting Power			
	NED BY ACH		0			
REP	ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
		10	Shared Dispositive Power			
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11	Aggregate	Amo	unt Beneficially Owned by E	Each Reporting Person		
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12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of	f Class	Represented by Amount in	Row (11)		
	0%					
14	Type of R	eporti	ng Person			
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CUSIP I	No. Y75638	109		13D	Page 14 of 35 pages	
1	Names of	Repo	orting Persons			
	Carlyle	Hole	dings III GP Managem	ent L.L.C.		
2	Check the	App	ropriate Box if a Member of a			
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3	SEC Use 0	Only				
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6	Citizanshi	n or l	Place of Organization			
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		7	Sole Voting Power			
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	ARES ICIALLY	8	Shared Voting Power			
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, v	/11H	10	Shared Dispositive Power			
			1,869,200			
11	Aggregate	Amo	ount Beneficially Owned by E	Each Reporting Person		
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12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares					
13	Percent of Class Represented by Amount in Row (11)					
	26.6%					
14		eport	ing Person			
	OO (De	lawa	are limited liability com	npany)		

CUSIP	No. Y75638	109		13D	Page 15 of 35 pages	
1	Names of	Repo	orting Persons			
	Carlyle	Hol	dings III GP L.P.			
2	Check the	App	ropriate Box if a Member of a	a Group		
	(a) □	(b)				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
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5	OO Check if d	lisclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	p or l	Place of Organization			
	Quebec					
		7	Sole Voting Power			
	BER OF		0			
	IARES FICIALLY	8	Shared Voting Power			
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REPO	ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
		10	Shared Dispositive Power			
			1,869,200			
11	Aggregate	Amo	ount Beneficially Owned by F	Each Reporting Person		
	1,869,200					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
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CUSIP 1	No. Y75638	109		13D	Page 16 of 35 pages	
1	Names of	Repo	orting Persons			
	Carlyle	Hol	dings III GP Sub L.L.C	•		
2			ropriate Box if a Member of a			
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3	SEC Use (Only				
4	Source of	Fund	s (See Instructions)			
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5	Check if d	isclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	p or l	Place of Organization			
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NUM	BER OF		0			
	ARES ICIALLY	8	Shared Voting Power			
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44	•		1,869,200			
11	Aggregate	Amo	ount Beneficially Owned by E	ach Reporting Person		
10	1,869,200					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
	26.6%					
14	Type of R	eport	ing Person			
	OO (De	lawa	re limited liability com	pany)		

CUSIP	No. Y75638	109		13D	Page 17 of 35 pages	
1	Names of	Repo	orting Persons			
	Carlyle	Hole	dings III L.P.			
2	Check the	App	ropriate Box if a Member of a	a Group		
	(a) □	(b)				
3	SEC Use 0	Only				
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5	Check if d	1SCIO	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	p or I	Place of Organization			
	Quebec					
		7	Sole Voting Power			
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	ARES ICIALLY	8	Shared Voting Power			
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	ACH ORTING	9	Sole Dispositive Power			
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			1,869,200			
11	Aggregate	Amo	ount Beneficially Owned by E	Each Reporting Person		
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12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares					
13	Property of Class Property of the Assessment in Pro- (11)					
13	Percent of Class Represented by Amount in Row (11)					
	26.6%					
14	Type of R	eport	ing Person			
	OO (Qu	ebe	société en command)			

CUSIP	No. Y75638	109		13D	Page 18 of 35 pages		
1	Names of	Repo	orting Persons				
	TC Gro	un (Cayman L.P.				
2	Check the	Appi	ropriate Box if a Member of	a Group			
	(a) 🗆	(b)		•			
3	SEC Use	Only					
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5	Check if d	isclo	sure of legal proceedings is r	equired pursuant to Items 2(d) or 2(e)			
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	Caymar						
		7	Sole Voting Power				
	BER OF		0				
	SHARES 8 Shared Voting Power NEFICIALLY						
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	ACH ORTING	9	Sole Dispositive Power				
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			1,869,200				
11	Aggregate	Amo	ount Beneficially Owned by	Each Reporting Person			
	1,869,200						
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □						
13	Percent of Class Represented by Amount in Row (11)						
	26.6%						
14	Type of R	eporti	ing Person				
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	PN						

CUSIP	No. Y75638	109		13D	Page 19 of 35 pages	
1	Names of	Repo	orting Persons			
	TC Gro	un (Cayman Sub, L.P.			
2	Check the	App	ropriate Box if a Member of a	a Group		
	(a) 🗆	(b)				
3	SEC Use	Only				
4	Source of	Fund	s (See Instructions)			
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5	OO Check if d	isclo	cure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
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	Caymar	ı Isla				
		7	Sole Voting Power			
	BER OF		0			
	SHARES 8 Shared Voting Power					
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	ACH ORTING	9	Sole Dispositive Power			
	RSON /ITH		0			
· `	,,,,,,,	10	Shared Dispositive Power			
			1,869,200			
11	Aggregate	Amo	ount Beneficially Owned by I	Each Reporting Person		
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12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
14	26.6% Type of R	enort	ing Person			
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	PN					

CUSIP	No. Y75638	109		13D	Page 20 of 35 pages	
1	Names of	Repo	orting Persons			
	CP V S	s CE	O I td			
2			ropriate Box if a Member of	a Group		
_	(a) □	(b)		a Group		
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
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5	Check if d	lisclo	sure of legal proceedings is r	required pursuant to Items 2(d) or 2(e)		
6	Citizenshi	n or l	Place of Organization			
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	Caymar	ı Isl				
		7	Sole Voting Power			
NUM	BER OF		0			
SH	ARES	8	Shared Voting Power			
	TICIALLY NED BY		4 000 000			
E	ACH	9	1,869,200 Sole Dispositive Power			
	ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
		10	Shared Dispositive Power			
			1,869,200			
11	Aggregate	Am	ount Beneficially Owned by	Each Reporting Person		
	1,869,200					
12	Check if t	he A	ggregate Amount in Row (11) Excludes Certain Shares		
13	Percent of	Clas	s Represented by Amount in	Row (11)		
	referred of Class represented by Atthount in Now (11)					
	26.6%					
14	Type of R	eport	ing Person			
	00 (Ca	yma	ın Islands Exempted C	ompany)		
<u> </u>	,		1	I 0/		

CUSIP	No. Y75638	109		13D	Page 21 of 35 pages	
1	Names of	Repo	orting Persons			
	TC Gro	un V	/ Cayman S3, L.P.			
2	Check the	App	ropriate Box if a Member of a	a Group		
	(a) □	(b)				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
-			(
5	OO Check if d	lisclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e) \Box		
				equired pursuant to riems 2(a) or 2(c)		
6	Citizenshi	p or l	Place of Organization			
	Caymar	ı Isla				
		7	Sole Voting Power			
	BER OF		0			
	ARES	8	Shared Voting Power			
	NED BY ACH		1,869,200			
REPO	ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
		10	Shared Dispositive Power			
			1,869,200			
11	Aggregate	Amo	ount Beneficially Owned by I	Each Reporting Person		
	1,869,200					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
14	26.6% Type of R	eport	ing Person			
		-	-			
	PN					

CUSIP	No. Y75638	109		13D	Page 22 of 35 pages	
1	Names of	Repo	orting Persons			
	Carlyle	Par	tners V Cayman TE, L.	P.		
2	Check the	App	ropriate Box if a Member of a			
	(a) □	(b)				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
			,			
5	OO Check if d	isclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	p or l	Place of Organization			
	Caymar	ı Isla				
		7	Sole Voting Power			
	BER OF		0			
	IARES ICIALLY	8	Shared Voting Power			
	NED BY ACH		1,869,200			
REPO	ORTING	9	Sole Dispositive Power			
	RSON VITH		0			
		10	Shared Dispositive Power			
			1,869,200			
11	Aggregate	Amo	ount Beneficially Owned by E	Cach Reporting Person		
	1,869,200					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
14	26.6% Type of R	eport	ing Person			
		-				
	PN					

CUSIP	No. Y75638	109		13D	Page 23 of 35 pages	
1	Names of	Repo	orting Persons			
	CAP III	S3	Ltd.			
2	Check the	App	ropriate Box if a Member of a	Group		
	(a) □	(b)				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
	00					
5		lisclo	sure of legal proceedings is req	uired pursuant to Items 2(d) or 2(e)		
6	Citizanshi	n or l	Place of Organization			
v		-	_			
	Caymar		ands Sole Voting Power			
		7	Sole volling Power			
	BER OF		0			
	IARES FICIALLY	8	Shared Voting Power			
OW	NED BY		0			
	ACH ORTING	9	Sole Dispositive Power			
PE	RSON		0			
W	VITH	10	0 Shared Dispositive Power			
		10	Sharea Dispositive Fower			
44			0			
11	Aggregate	Amo	ount Beneficially Owned by Ea	ich Reporting Person		
	0					
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
13	Percent of Class Represented by Amount in Row (11)					
	0%					
14		eport	ing Person			
	00 (Ca	vma	ın Islands Exempted Coı	mnany)		
	30 (Ca	y 1110	iii Isianas Exemptea Coi	iipuiiy)		

CUSIP	No. Y75638	109		13D	Page 24 of 35 pages		
1	Names of	Reporting Perso	ons				
	CAP III	General Pa	rtner S3, L.P.				
2	Check the	Check the Appropriate Box if a Member of a Group					
	(a) □	a)					
3	SEC Use	SEC Use Only					
4	Source of	Funds (See Inst	ructions)				
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5	OO Check if d	licelocure of lea	al proceedings is require	ed pursuant to Items 2(d) or 2(e)			
3		_		ed pursuant to items 2(d) or 2(e)			
6	Citizenshi	p or Place of O	ganization				
	Caymar	ı Islands					
		7 Sole Voti	ng Power				
	BER OF	0					
	ARES ICIALLY	8 Shared V	oting Power				
OWI	NED BY	0					
	ACH ORTING	9 Sole Disp	oositive Power				
	RSON /ITH	0					
· `	· · · · · · · · · · · · · · · · · · ·	10 Shared D	ispositive Power				
		0					
11	Aggregate		icially Owned by Each l	Reporting Person			
	0						
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □						
13	Percent of Class Represented by Amount in Row (11)						
15							
14	0%	eporting Person					
14		eportilig reisoli					
	PN						

CUSIP	No. Y75638	109		13D	Page 25 of 35 pages		
1	Names of	Repo	orting Persons				
	CAP III	Ma	ritime AIV, L.P.				
2	Check the	Check the Appropriate Box if a Member of a Group					
	(a) □	a)					
3	SEC Use	SEC Use Only					
4	Source of	Fund	ls (See Instructions)				
-			o (occ monucuono)				
5	OO Check if d	lisclo	cure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e) \Box			
5				equired pursuant to items 2(u) or 2(e)			
6	Citizenshi	p or l	Place of Organization				
	Caymar	ı Isla	ands				
		7	Sole Voting Power				
	BER OF		0				
	ARES	8	Shared Voting Power				
OW	NED BY		0				
REPO	ACH ORTING	9	Sole Dispositive Power				
	RSON VITH		0				
	, , , , , , , , , , , , , , , , , , , 	10	Shared Dispositive Power				
			0				
11	Aggregate	Amo	ount Beneficially Owned by I	Each Reporting Person			
	0						
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares □						
13	Percent of Class Represented by Amount in Row (11)						
14	0% Type of R	enort	ing Person				
••		сроге					
	PN						

CUSIP	No. Y75638	3109		13D	Page 26 of 35 pages	
1	Names of	Repo	orting Persons			
				vestment Partners, L.P.		
2	Check the	App (b)	ropriate Box if a Member of	a Group		
		` '				
3	SEC Use	Only				
4	Source of	Fund	ls (See Instructions)			
	00					
5	Check if o	lisclo	sure of legal proceedings is r	equired pursuant to Items 2(d) or 2(e)		
6	Citizenshi	p or l	Place of Organization			
	Caymaı	ı Isl				
		7	Sole Voting Power			
	BER OF		0			
	ARES ICIALLY	8	Shared Voting Power			
OWNED BY 0						
REP	ORTING RSON	9	Sole Dispositive Power			
	VITH		0			
		10	Shared Dispositive Power			
			0			
11	Aggregate	e Am	ount Beneficially Owned by	Each Reporting Person		
40	0 Check if the Aggregate Amount in Row (11) Excludes Certain Shares □					
12						
13	Percent of Class Represented by Amount in Row (11)					
	0%					
14	Type of R	eport	ing Person			
	PN					

CUSIP	No. Y75638	109		13D	Page 27 of 35 pages		
1	Names of	Repo	orting Persons				
	Carlyle	Sea	Holdings Limited				
2			ropriate Box if a Member of a	Group			
		` '					
3	SEC Use 0	SEC Use Only					
4	Source of	Fund	s (See Instructions)				
	00						
5		isclo	sure of legal proceedings is re	equired pursuant to Items 2(d) or 2(e)			
6	Citizenshi	p or l	Place of Organization				
		-	-				
	Caymar	1 1SI	Sole Voting Power				
			-				
NUMBER OF 0							
SHARES BENEFICIALLY 8 Shared Voting Power			Shared Voting Power				
OWNED BY 1,869,200			1.869.200				
			Sole Dispositive Power				
	RSON		_				
W	VITH	10	0 Shared Dispositive Power				
		10	Shared Dispositive Power				
			1,869,200				
11	Aggregate	Amo	ount Beneficially Owned by E	Cach Reporting Person			
	1,869,20						
12	Check if the	he Ag	ggregate Amount in Row (11)	Excludes Certain Shares			
13	Percent of Class Represented by Amount in Row (11)						
	26.6%						
14		eport	ing Person				
	00.60	E/1899 C	m Islands Evennted Co	amany)			
	oo (ca	yına	n Islands Exempted Co	эшрану)			

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COSIF No. 1/3030103	13D	Page 20 01 33 pages		

Explanatory Note

This Amendment No. 1 to Schedule 13D ("Amendment No. 1") amends and supplements the Schedule 13D filed with the United States Securities and Exchange Commission (the "SEC") on April 20, 2018 (as amended to date, the "Schedule 13D"), relating to the Series D Preferred Shares, par value \$0.01 per share (the "Series D Preferred Shares"), of Seaspan Corporation, a corporation organized under the laws of the Republic of the Marshall Islands (the "Issuer"). Capitalized terms used herein without definition shall have the meaning set forth in the Schedule 13D.

Item 2. Identity and Background.

Item 2 of the Schedule 13D is hereby amended and supplemented by adding the following subparagraph to the list of Reporting Persons:

27) Carlyle Sea Holdings Limited

The previously defined terms, "Reporting Person", "Reporting Persons", and "Carlyle Cayman Entities" are hereby amended to include Carlyle Sea Holdings Limited.

Item 4. Purpose of Transaction.

Item 4 of the Schedule 13D is amended and supplemented by adding the following:

On June 13, 2018, each of CP V Coinvestment A Cayman, L.P., CP V Coinvestment B Cayman, L.P., CAP III Co-Investment, L.P., CAP III Maritime AIV, L.P., Carlyle Partners V Cayman TE, L.P. and Carlyle-Eight Finance Asia Co-Investment Partners, L.P. (the "prior record holders") transferred all Series D Preferred Shares held by them to Carlyle Sea Holdings Limited for no consideration. As a result, Carlyle Sea Holdings Limited became a party to, and succeeded to the rights of the prior record holders under, the Registration Rights Agreement and the Put Right Agreement.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is hereby amended and restated in its entirety as follows:

(a) - (b)

The following sets forth, as of the date of this Schedule 13D, the aggregate number of Series D Preferred Shares and percentage of Series D Preferred Shares beneficially owned by each of the Reporting Persons, as well as the number of Series D Preferred Shares as to which each Reporting Person has the sole power to vote or to direct the vote, shared power to vote or to direct the disposition of, or shared power to dispose or to direct the disposition of, as of the date hereof, based on 7,017,313 shares of Series D Preferred Shares outstanding as of March 31, 2018.

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Reporting Person	Amount beneficially owned	Percent of class	Sole power to vote or to direct the vote	Shared power to vote or to direct the vote	Sole power to dispose or to direct the disposition	Shared power to dispose or to direct the disposition
Carlyle Group Management L.L.C.	1,869,200	26.6%	0	1,869,200	0	1,869,200
The Carlyle Group L.P.	1,869,200	26.6%	0	1,869,200	0	1,869,200
Carlyle Holdings II GP L.L.C.	0	0%	0	0	0	0
Carlyle Holdings II L.P.	0	0%	0	0	0	0
TC Group Cayman Investment Holdings, L.P.	0	0%	0	0	0	0
TC Group Cayman Investment Holdings Sub L.P.	0	0%	0	0	0	0
CP V General Partner, L.L.C.	0	0%	0	0	0	0
TC Group V Cayman, L.P.	0	0%	0	0	0	0
CP V Coinvestment A Cayman, L.P.	0	0%	0	0	0	0
CP V Coinvestment B Cayman, L.P.	0	0%	0	0	0	0
CAP III, L.L.C.	0	0%	0	0	0	0
CAP III General Partner, L.P.	0	0%	0	0	0	0
CAP III Co-Investment, L.P.	0	0%	0	0	0	0
Carlyle Holdings III GP Management L.L.C.	1,869,200	26.6%	0	1,869,200	0	1,869,200
Carlyle Holdings III GP L.P.	1,869,200	26.6%	0	1,869,200	0	1,869,200
Carlyle Holdings III GP Sub L.L.C.	1,869,200	26.6%	0	1,869,200	0	1,869,200
Carlyle Holdings III L.P.	1,869,200	26.6%	0	1,869,200	0	1,869,200
TC Group Cayman L.P.	1,869,200	26.6%	0	1,869,200	0	1,869,200
TC Group Cayman Sub, L.P.	1,869,200	26.6%	0	1,869,200	0	1,869,200
CP V S3 GP, Ltd.	1,869,200	26.6%	0	1,869,200	0	1,869,200
TC Group V Cayman S3, L.P.	1,869,200	26.6%	0	1,869,200	0	1,869,200
Carlyle Partners V Cayman TE, L.P.	1,869,200	26.6%	0	1,869,200	0	1,869,200
CAP III S3 Ltd.	0	0%	0	0	0	0
CAP III General Partner S3, L.P.	0	0%	0	0	0	0
CAP III Maritime AIV, L.P.	0	0%	0	0	0	0
Carlyle-Eight Finance Asia Co-Investment Partners, L.P.	0	0%	0	0	0	0
Carlyle Sea Holdings Limited	1,869,200	26.6%	0	1,869,200	0	1,869,200

The Series D Preferred Shares are held of record by Carlyle Sea Holdings Limited.

Carlyle Group Management L.L.C. is the general partner of The Carlyle Group L.P., which is a publicly traded entity listed on NASDAQ. The Carlyle Group L.P. is the managing member of Carlyle Holdings III GP Management L.L.C., which is the general partner of Carlyle Holdings III GP L.P., which is the sole member of Carlyle Holdings III GP Sub L.L.C., which is the general partner of Carlyle Holdings III L.P., which is the general partner of TC Group Cayman Sub, L.P., which is the sole shareholder of CP V S3 GP, Ltd., which is the general partner of TC Group V Cayman S3, L.P., which is the general partner of Carlyle Partners V Cayman TE, L.P., which is the majority stockholder of Carlyle Sea Holdings Limited.

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- (c) Except as described in Item 4, during the past 60 days none of the Reporting Persons or Related Persons has effected any transactions in the Series D Preferred Shares.
- (d) None.
- (e) As of June 13, 2018, Carlyle Holdings II GP L.L.C., Carlyle Holdings II L.P., TC Group Cayman Investment Holdings, L.P., TC Group Cayman Investment Holdings, L.P., TC Group Cayman Investment Holdings Sub L.P., CP V General Partner, L.L.C., TC Group V Cayman, L.P., CP V Coinvestment A Cayman, L.P., CP V Coinvestment B Cayman, L.P., CAP III, L.L.C., CAP III General Partner, L.P., CAP III Co-Investment, L.P., CAP III S3 Ltd., CAP III General Partner S3, L.P., CAP III Maritime AIV, L.P., and Carlyle-Eight Finance Asia Co-Investment Partners, L.P. ceased to be the beneficial owner of more than five percent of the Series D Preferred Shares of the Issuer.

Item 7. Materials to be Filed as Exhibits

Item 7 of the Schedule 13D is hereby amended to replace the Joint Filing Agreement previously filed as Exhibit 1 with the Joint Filing Agreement filed herewith.

Exhibit Number	Description
	Joint Filing Agreement

l Joint Filing Agreement.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 15, 2018

CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

THE CARLYLE GROUP L.P.

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

CARLYLE HOLDINGS II GP L.L.C.

By: The Carlyle Group L.P., its managing member

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

CARLYLE HOLDINGS II L.P.

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

TC GROUP CAYMAN INVESTMENT HOLDINGS, L.P.

By: Carlyle Holdings II L.P., its general partner

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

TC GROUP CAYMAN INVESTMENT HOLDINGS SUB L.P.

By: TC Group Cayman Investment Holdings, L.P., its general partner

By: Carlyle Holdings II L.P., its general partner

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CP V General Partner, L.L.C.

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

TC Group V Cayman, L.P.

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person

CP V Coinvestment A Cayman, L.P.

By: TC Group V Cayman, L.P., its general partner

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person

CP V Coinvestment B Cayman, L.P.

By: TC Group V Cayman, L.P., its general partner

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person

CAP III, L.L.C.

By: TC Group Cayman Investment Holdings Sub L.P. By: TC Group Cayman Investment Holdings, L.P., its general

partner

By: Carlyle Holdings II L.P., its general partner

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

CAP III General Partner, L.P.

By: /s/ Norma R. Kuntz
Name: Norma R. Kuntz
Title: Authorized Person

CUSIP No. Y75638109 13D

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CAP III Co-Investment, L.P.

By: CAP III General Partner, L.P., its general partner

By: /s/ Norma R. Kuntz
Name: Norma R. Kuntz
Title: Authorized Person

CARLYLE HOLDINGS III GP MANAGEMENT L.L.C.

By: The Carlyle Group L.P., its sole manager

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

Carlyle Holdings III GP L.P.

By: Carlyle Holdings III GP Management L.L.C., its general partner

By: The Carlyle Group L.P., its sole manager

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

Carlyle Holdings III GP Sub L.L.C.

By: Carlyle Holdings III GP L.P., its sole manager

By: Carlyle Holdings III GP Management L.L.C., its general partner

By: The Carlyle Group L.P., its sole manager

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

Carlyle Holdings III L.P.

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

TC Group Cayman L.P.

By: Carlyle Holdings III L.P., its general partner

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TC Group Cayman Sub, L.P.

By: TC Group Cayman L.P. its general partner By: Carlyle Holdings III L.P., its general partner

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello

Title: Chairman Emeritus

CP V S3 GP, Ltd.

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person

TC Group V Cayman S3, L.P.

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person

Carlyle Partners V Cayman TE, L.P.

By: TC Group V Cayman S3, L.P., its general partner

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person

CAP III S3 Ltd.

By: /s/ Daniel A. D'Aniello
Name: Daniel A. D'Aniello
Title: Chairman Emeritus

CAP III General Partner S3, L.P.

By: /s/ Norma R. Kuntz
Name: Norma R. Kuntz
Title: Authorized Person

CAP III Maritime AIV, L.P.

By: CAP III General Partner S3, L.P., its general partner

By: /s/ Norma R. Kuntz
Name: Norma R. Kuntz
Title: Authorized Person

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Carlyle-Eight Finance Asia Co-Investment Partners, L.P.

By: CAP III General Partner S3, L.P., its general partner

By: /s/ Norma R. Kuntz
Name: Norma R. Kuntz
Title: Authorized Person

Carlyle Sea Holdings Limited

By: /s/ Norma R. Kuntz

Name: Norma R. Kuntz

Title: Director

JOINT FILING AGREEMENT

The undersigned hereby agree that they are filing this statement jointly pursuant to Rule 13d-1(k)(1). Each of them is responsible for the timely filing of such Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other on behalf of each of them of such a statement on Schedule 13D with respect to the Series D Preferred Shares, of Seaspan Corporation beneficially owned by each of them of them. This Joint Filing Agreement shall be included as an exhibit to such Schedule 13D.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of the 15th day of June, 2018.

CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

THE CARLYLE GROUP L.P.

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

CARLYLE HOLDINGS II GP L.L.C.

By: The Carlyle Group L.P., its managing member

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

CARLYLE HOLDINGS II L.P.

TC GROUP CAYMAN INVESTMENT HOLDINGS, L.P.

By: Carlyle Holdings II L.P., its general partner

By: /s/ Daniel A. D'Aniello

Name: Daniel A. D'Aniello Title: Chairman Emeritus

TC GROUP CAYMAN INVESTMENT HOLDINGS SUB

By: TC Group Cayman Investment Holdings, L.P., its general

artner

By: Carlyle Holdings II L.P., its general partner

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

CP V General Partner, L.L.C.

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

TC Group V Cayman, L.P.

By: /s/ Jeremy W. Anderson Name: Jeremy W. Anderson Title: Authorized Person

CP V Coinvestment A Cayman, L.P.

By: TC Group V Cayman, L.P., its general partner

By: /s/ Jeremy W. Anderson Name: Jeremy W. Anderson Title: Authorized Person

CP V Coinvestment B Cayman, L.P.

By: TC Group V Cayman, L.P., its general partner

By: /s/ Jeremy W. Anderson Name: Jeremy W. Anderson Title: Authorized Person

CAP III, L.L.C.

By: TC Group Cayman Investment Holdings Sub L.P.

By: TC Group Cayman Investment Holdings, L.P., its general

partne

By: Carlyle Holdings II L.P., its general partner

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello

Title: Chairman Emeritus

CAP III General Partner, L.P.

By: /s/ Norma R. Kuntz Name: Norma R. Kuntz

Title: Authorized Person

CAP III Co-Investment, L.P.

By: CAP III General Partner, L.P., its general partner

By: /s/ Norma R. Kuntz Name: Norma R. Kuntz Title: Authorized Person

CARLYLE HOLDINGS III GP MANAGEMENT L.L.C.

By: The Carlyle Group L.P., its sole manager

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

Carlyle Holdings III GP L.P.

By: Carlyle Holdings III GP Management L.L.C., its general

By: The Carlyle Group L.P., its sole manager

By: Carlyle Group Management L.L.C., its general partner

Carlyle Holdings III GP Sub L.L.C.

By: Carlyle Holdings III GP L.P., its sole manager

By: Carlyle Holdings III GP Management L.L.C., its general partner

By: The Carlyle Group L.P., its sole manager

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Daniel A. D'Aniello

Name: Daniel A. D'Aniello Title: Chairman Emeritus

Carlyle Holdings III L.P.

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

TC Group Cayman L.P.

By: Carlyle Holdings III L.P., its general partner

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

TC Group Cayman Sub, L.P.

By: TC Group Cayman L.P. its general partner By: Carlyle Holdings III L.P., its general partner

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

CP V S3 GP, Ltd.

By: /s/ Jeremy W. Anderson Name: Jeremy W. Anderson Title: Authorized Person

TC Group V Cayman S3, L.P.

By: /s/ Jeremy W. Anderson Name: Jeremy W. Anderson Title: Authorized Person

Carlyle Partners V Cayman TE, L.P.

By: TC Group V Cayman S3, L.P., its general partner

By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson Title: Authorized Person

CAP III S3 Ltd.

By: /s/ Daniel A. D'Aniello Name: Daniel A. D'Aniello Title: Chairman Emeritus

CAP III General Partner S3, L.P.

By: /s/ Norma R. Kuntz Name: Norma R. Kuntz Title: Authorized Person

CAP III Maritime AIV, L.P.

By: CAP III General Partner S3, L.P., its general partner

By: /s/ Norma R. Kuntz Name: Norma R. Kuntz Title: Authorized Person

Carlyle-Eight Finance Asia Co-Investment Partners, L.P.

By: CAP III General Partner S3, L.P., its general partner

By: /s/ Norma R. Kuntz Name: Norma R. Kuntz Title: Authorized Person

Carlyle Sea Holdings Limited

By: /s/ Norma R. Kuntz Name: Norma R. Kuntz Title: Director