

## SEASPAN REPORTS FIRST QUARTER 2019 RESULTS

**Continues to execute on capital plan, finishing the quarter with \$776 million of liquidity**

HONG KONG, May 1, 2019 /CNW/ - Seaspan Corporation ("Seaspan") (NYSE: SSW) announced today its financial results for the quarter ended March 31, 2019.

### Highlights for the First Quarter 2019:

- Achieved vessel utilization of 98.1%
- Operating earnings of \$344.1 million
- Reported net earnings attributable to common shares of \$267.1 million
- Earnings per diluted share of \$1.26
- Cash flows from operations of \$122.6 million



### Comments from Management

Bing Chen, President and Chief Executive Officer, commented, "During the first quarter of 2019, we continued to deliver on our five-priority focus and capitalize on the scale, flexibility, and quality of our integrated operating platform. This platform provides the fleet life cycle services our customers depend on, as demonstrated by our utilization rate of 98% during the quarter, which is consistent with our industry leading average of 98% since IPO. As always, our team is dedicated to strengthening our existing partnerships, as well as expanding our platform with new customers."

Ryan Courson, Chief Financial Officer, said, "We continue to execute on our capital allocation strategy of strengthening the balance sheet through deleveraging and increasing balance sheet flexibility. Our focus on credit accretion, along with the simplification and consolidation of our capital structure, furthers our objectives of building sustainable, long-term franchise value."

### Significant Developments in the First Quarter

#### *Fairfax Investments*

On January 15, 2019, pursuant to a previous subscription agreement, Seaspan issued to Fairfax Financial Holdings Ltd. ("Fairfax"), in a private placement, \$250.0 million in debentures bearing interest at 5.5% and warrants to purchase 38,461,539 Class A common shares at \$6.50 per share the ("2019 Warrants"). The 2019 Warrants were immediately exercised for \$250.0 million in cash, resulting in total aggregate proceeds of \$500.0 million from this transaction.

#### *Debt Repayment*

In January 2019, Seaspan prepaid \$147.0 million on the remaining principal balance of a secured reducing revolving credit facility. As a result of the repayment, eight vessels were unencumbered.

In March 2019, Seaspan prepaid \$25.6 million of a secured term loan facility. As a result of the prepayment, three vessels were unencumbered. Seaspan also prepaid \$59.0 million of another secured reducing revolving credit facility, releasing two vessels from security.

As of May 1, 2019, Seaspan has 37 unencumbered vessels.

#### *Investment in Swiber Holdings Limited*

On October 3, 2018, Seaspan entered into a binding term sheet to invest up to \$200.0 million in Swiber Holdings Limited ("Swiber"). Upon closing, and pursuant to a definitive Investment Agreement entered into in March 2019, Seaspan will acquire an 80% post-restructured equity interest in Swiber for \$10.0 million. If certain milestones are met, an additional \$190.0 million will be invested in Swiber's LNG-to-power project in Vietnam in exchange for economic interests in the project.

#### *Modification of Customer Time Charters*

During the normal course of business, Seaspan modified its charter arrangements with one of its top five customers, such that the existing time charters for seven vessels continued until the end of the day on March 31, 2019, after which all seven vessels were chartered to other customers, pursuant to new time charters. In connection with the modification, Seaspan received a payment of \$227.0 million on April 1, 2019. This payment is recorded in accounts receivable as at March 31, 2019. As of the date of filing, all seven of these vessels have been rechartered.

### Subsequent Events

#### *Distribution*



Survey	—	—	—	(104)	—	(8)	(22)	(13)
Unscheduled Off-hire <sup>(2)</sup>	(142)	(254)	(319)	(149)	(137)	(146)	(240)	(166)
Operating Days <sup>(1)</sup>	7,895	7,894	7,586	7,777	9,409	9,690	9,582	9,451
<b>Vessel Utilization</b>	<b>98.2%</b>	<b>96.9%</b>	<b>96.0%</b>	<b>96.8%</b>	<b>98.6%</b>	<b>98.4%</b>	<b>97.3%</b>	<b>98.1%</b>

Operating and ownership days include leased vessels and exclude vessels under bareboat

(1) charter.

(2) Unscheduled off-hire includes days related to vessels being off-charter.

Vessel utilization increased for the quarter ended March 31, 2019, compared to the same period in 2018. The increase was primarily due to a decrease in the number of scheduled off-hire days for the 5-year survey, in combination with the higher utilization of vessels acquired from GCI.

#### Revenue

Revenue increased by 26.9% to \$285.3 million for the quarter ended March 31, 2019, compared to the same period in 2018. The increase in revenue was primarily due to the full quarter contribution of additional operating days from the acquisition of vessels from the GCI transaction and 2018 vessel deliveries and higher average charter rates for vessels that were on short-term charters.

The increase in operating days and the related financial impact thereof for the quarter ended March 31, 2019, compared to the same period in 2018, is attributable to the following:

	Quarter Ended March 31, 2019		
	Ownership Days Impact	Operating Days Impact	\$ Impact (in millions of US dollars)
Addition of 16 vessels from acquisition of GCI	1,152	1,152	\$ 42.9
Full period contribution from 2018 vessel deliveries	448	448	11.5
Changes in daily charter hire rates and recharterers	—	—	4.5
Unscheduled off-hire	—	(18)	0.3
Scheduled off-hire	—	92	1.6
Other	—	—	(0.3)
<b>Total</b>	<b>1,600</b>	<b>1,674</b>	<b>\$ 60.5</b>

#### Ship Operating Expense

Ship operating expense increased by 16.5% to \$57.7 million for the quarter ended March 31, 2019, compared to the same period in 2018. The increase was primarily due to an increase in ownership days from the full quarter contribution of the acquisition of vessels from the GCI transaction and 2018 vessel deliveries. Ship operating cost per ownership day decreased by 2.9% to \$5,993 for the quarter ended March 31, 2019, compared to the same period in 2018.

	2017			2018				2019
	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1
<b>Operating Cost:</b>								
Ownership Days <sup>(1)</sup>	8,037	8,148	7,905	8,030	9,546	9,844	9,844	9,630
Vessel Operating Costs (in millions of US dollars)	\$ 44.8	\$ 45.4	\$ 48.1	\$ 49.5	\$ 58.8	\$ 55.4	\$ 55.6	\$ 57.7
<b>Operating Cost per Ownership Day</b>	<b>\$ 5,577</b>	<b>\$ 5,569</b>	<b>\$ 6,086</b>	<b>\$ 6,170</b>	<b>\$ 6,156</b>	<b>\$ 5,624</b>	<b>\$ 5,648</b>	<b>\$ 5,993</b>

Ownership days include leased vessels and exclude vessels under bareboat

(1) charter.

### *Depreciation and Amortization Expense*

Depreciation and amortization expense increased by 15.9% to \$62.5 million for the quarter ended March 31, 2019, compared to the same period in 2018. The increase was primarily due to an increase in ownership days from the full period contribution of the acquisition of vessels from the GCI transaction and 2018 vessel deliveries.

### *General and Administrative Expense*

General and administrative expense increased by 21.0% to \$8.8 million for the quarter ended March 31, 2019, compared to the same period in 2018. The increase was primarily due to higher share-based compensation expenses and higher professional fees.

### *Operating Lease Expense*

Operating lease expense increased by 25.8% to \$39.2 million for the quarter ended March 31, 2019, compared to the same period in 2018. The increase was primarily due to the amortization of deferred gains related to Seaspan's vessel sale-leaseback transactions, which are no longer recognized through operating leases. Upon adoption of Accounting Standards Update 2016-02 "Leases" on January 1, 2019, the remaining balance of these deferred gains were recognized through opening deficit as a cumulative adjustment.

### *Interest Expense and Amortization of Deferred Financing Fees*

The following table summarizes Seaspan's borrowings:

<b>(in millions of US dollars)</b>	<b>March 31,</b>	
	<b>2019</b>	<b>2018</b>
Long-term debt, excluding deferred financing fees:		
Revolving credit facilities	\$ 582.2	\$ 844.9
Term loan credit facilities	2,076.3	2,279.6
Senior unsecured notes	391.4	417.9
Fairfax Notes	500.0	250.0
Debt discount and fair value adjustment	(166.4)	(77.5)
Long-term obligations under other financing arrangements, excluding deferred financing fees	635.1	684.8
<b>Total borrowings</b>	<b>4,018.6</b>	<b>4,399.7</b>
Less: Vessels under construction	—	(80.6)
<b>Operating borrowings</b>	<b>\$ 4,018.6</b>	<b>\$ 4,319.1</b>

Interest expense and amortization of deferred financing fees increased by \$18.1 million to \$56.1 million for the quarter ended March 31, 2019, compared to the same period in 2018. The increase was primarily due to debt assumed as part of the acquisition of GCI, the issuance of the Fairfax Notes and the increase in LIBOR.

### *Change in Fair Value of Financial Instruments*

The change in fair value of financial instruments resulted in a loss of \$1.1 million for the quarter ended March 31, 2019. The loss for this period was primarily due to a decrease in the forward LIBOR curve as it relates to interest swaps. Included in the change in fair value is the unrealized gain of \$6.5 million for the quarter ended March 31, 2019, compared to the unrealized gain of \$30.6 million for the comparative period in the prior year.

### *Liquidity and Unencumbered Vessels*

As of March 31, 2019, Seaspan had total liquidity of \$776.2 million, consisting of \$626.2 million of cash and cash equivalents and \$150.0 million available under our committed two year revolving credit facility. Additionally, as of May 1, 2019, Seaspan's unencumbered asset pool included 37 vessels.

<b>TEU Class</b>	<b>Vessel Count</b>
2500	12
3500	2
4250	17
8500	2
9600	2
10000	2
<b>Total</b>	<b>37</b>

### **About Seaspan**

Seaspan is the leading independent charter owner of containerships with industry leading ship management services. Seaspan charters its vessels primarily pursuant to long-term, fixed-rate, time charters from the world's largest container shipping liners. Seaspan's operating fleet consists of 112 containerships with a total capacity of more than 900,000 TEU, an average age of approximately six years and an average remaining lease period of approximately four years, on a TEU-weighted basis.

Seaspan has the following securities listed on The New York Stock Exchange:

<u>Symbol</u>	<u>Description</u>
SSW	Class A Common Shares
SSW PR	
D	Series D Preferred Shares
SSW PR E	
SSW PR	Series E Preferred Shares
G	Series G Preferred Shares
SSW PR H	Series H Preferred Shares
SSW PR I	Series I Preferred Shares
SSWA	7.125% Senior Unsecured Notes due 2027
SSW25	5.500% Senior Notes due 2025

### **Conference Call and Webcast**

Seaspan will host a conference call and webcast presentation for investors, analysts, and interested parties to discuss its first quarter results on May 2, 2019 at 8:30 a.m. ET. Participants should call 1-877-246-9875 (US/Canada) or 1-707-287-9353 (International) and request the Seaspan call (conference ID: 1359879). The live webcast and slide presentation are available under "Events & Presentations" at [www.seaspancorp.com](http://www.seaspancorp.com).

A recording will be available at 1-855-859-2056 or 1-404-537-3406 (Conference passcode: 1359879).

**SEASPAN CORPORATION**  
**UNAUDITED CONSOLIDATED BALANCE SHEETS**  
**AS OF MARCH 31, 2019 AND DECEMBER 31, 2018**  
**(in Thousands Of Us Dollars)**

	<u>March 31, 2019</u>	<u>December 31, 2018</u>
Assets		
Current assets:		
Cash and cash equivalents	\$ 626,187	\$ 357,327
Short-term investments	105	2,532
Accounts receivable	239,140	13,001
Prepaid expenses and other	37,662	36,519
Gross investment in lease	44,469	44,348
Fair value of financial instruments	—	113
	<u>947,563</u>	<u>453,840</u>
Vessels	5,869,520	5,926,274
Right-of-use assets	1,040,755	—
Gross investment in lease	806,574	817,631
Goodwill	75,321	75,321
Other assets	183,683	204,931
	<u>\$ 8,923,416</u>	<u>\$ 7,477,997</u>
Liabilities, Puttable Preferred Shares and Shareholders' Equity		
Current liabilities:		
Accounts payable and accrued liabilities	71,124	70,211
Current portion of deferred revenue	51,407	55,915
Current portion of long-term debt	559,800	722,641
Current portion of operating lease liabilities	160,010	—
Current portion of long-term obligations under other financing arrangements	149,011	48,384
Current portion of other long-term liabilities	8,234	32,243
	<u>999,586</u>	<u>929,394</u>
Deferred revenue	368,502	376,884
Long-term debt	2,801,129	2,764,900

Operating lease liabilities	865,809	
Long-term obligations under other financing arrangements	478,657	591,372
Other long-term liabilities	18,363	180,157
Fair value of financial instruments	133,838	127,172
	<u>5,665,884</u>	<u>4,969,879</u>
Puttable preferred shares	48,517	48,139
Shareholders' equity:		
Share capital	2,489	2,102
Treasury shares	(374)	(371)
Additional paid in capital	3,448,904	3,126,457
Deficit	(219,693)	(645,638)
Accumulated other comprehensive loss	(22,311)	(22,571)
	<u>3,209,015</u>	<u>2,459,979</u>
	<u>\$ 8,923,416</u>	<u>\$ 7,477,997</u>

**SEASpan CORPORATION**  
**UNAUDITED CONSOLIDATED STATEMENTS OF OPERATIONS**  
**FOR THE QUARTERS ENDED MARCH 31, 2019 AND 2018**  
**(IN THOUSANDS OF US DOLLARS, EXCEPT PER SHARE AMOUNTS)**

	<b>Quarter Ended March 31,</b>	
	<b>2019</b>	<b>2018</b>
Revenue	\$ 285,323	\$ 224,776
Operating expenses:		
Ship operating	57,709	49,549
Depreciation and amortization	62,497	53,925
General and administrative	8,799	7,273
Operating leases	39,233	31,194
Income related to modification of time charters	(227,000)	—
	<u>(58,762)</u>	<u>141,941</u>
Operating earnings	344,085	82,835
Other expenses (income):		
Interest expense and amortization of deferred financing fees	56,051	37,949
Amortization of discount on Fairfax Notes	4,034	1,032
Interest income	(3,150)	(1,270)
Acquisition related gain on contract settlement	—	(2,430)
Change in fair value of financial instruments	1,144	(19,322)
Equity income on investment	—	(1,216)
Other expenses	691	376
	<u>58,770</u>	<u>15,119</u>
<b>Net earnings</b>	<b>\$ 285,315</b>	<b>\$ 67,716</b>
Dividends - preferred shares	(18,167)	(17,739)
Net earnings attributable to common shares	<u>\$ 267,148</u>	<u>\$ 49,977</u>
Weighted average number of shares, basic	209,560	133,998
Effect of dilutive securities:		
Share-based compensation	111	126
Fairfax warrants	1,733	—
Weighted average number of shares, diluted	<u>211,404</u>	<u>134,124</u>
Earnings per share, basic	\$ 1.27	\$ 0.37
Earnings per share, diluted	<u>\$ 1.26</u>	<u>\$ 0.37</u>

**UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME  
FOR THE QUARTERS ENDED MARCH 31, 2019 AND 2018  
(IN THOUSANDS OF US DOLLARS)**

	Quarter Ended March 31,	
	2019	2018
Net earnings	\$ 285,315	\$ 67,716
Other comprehensive income:		
Amounts reclassified to net earnings during the period relating to cash flow hedging instruments	260	300
Comprehensive income	\$ 285,575	\$ 68,016

**SEASpan CORPORATION  
UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS  
FOR THE QUARTERS ENDED MARCH 31, 2019 AND 2018  
(IN THOUSANDS OF US DOLLARS)**

	Quarter Ended March 31,	
	2019	2018
Cash from (used in):		
Operating activities:		
Net earnings	\$ 285,315	\$ 67,716
Items not involving cash:		
Depreciation and amortization	62,497	53,925
Amortization of right-of-use assets	27,517	—
Share-based compensation	1,144	627
Amortization of deferred financing fees, debt discount and fair value of long-term debt	7,116	4,079
Amounts reclassified from other comprehensive income to interest expense	75	88
Unrealized change in fair value of financial instruments	(6,511)	(30,599)
Acquisition related gain on contract settlement	—	(2,430)
Equity income on investment	—	(1,216)
Deferred gain on sale-leasebacks	—	(6,111)
Amortization of acquired revenue contracts	2,047	1,109
Other	(348)	(333)
Changes in assets and liabilities	(256,255)	(17,295)
Cash from operating activities	122,597	69,560
Financing activities:		
Repayment of credit facilities	(288,352)	(63,579)
Draws on credit facilities	—	100,000
Fairfax Notes and warrants issued	250,000	250,000
Draws on long-term obligations under other financing arrangements	—	42,700
Repayments on long-term obligations under other financing arrangements	(12,551)	(6,779)
Senior unsecured notes repurchased, including related expenses	(8,998)	—
Proceeds from exercise of warrants	250,000	—
Financing fees	(1,065)	(5,132)
Dividends on common shares	(21,819)	(9,326)
Dividends on preferred shares	(17,719)	(16,566)
Cash from financing activities	149,496	291,318
Investing activities:		
Expenditures for vessels	(1,541)	(19,906)
Short-term investments	2,426	104
Other assets	(4,115)	2,791
Loans to affiliate	—	(427)
Acquisition of GCI	—	(333,581)
Cash acquired from GCI acquisition	—	70,121
Cash used in investing activities	(3,230)	(280,898)

Increase in cash, cash equivalents and restricted cash	268,863	79,980
Cash, cash equivalents and restricted cash, beginning of period	371,396	267,236
Cash, cash equivalents and restricted cash, end of period	<u>\$ 640,259</u>	<u>\$ 347,216</u>

The following table provides a reconciliation of cash, cash equivalents and restricted cash reported within the consolidated balance sheets that sum to the amounts shown in the consolidated statements of cash flows:

	<b>March 31,</b>	
	<b>2019</b>	<b>2018</b>
Cash and cash equivalents	\$ 626,187	\$ 333,156
Restricted cash included in other assets	14,072	14,060
Total cash, cash equivalents and restricted cash shown in the consolidated statements of cash flows	<u>\$ 640,259</u>	<u>\$ 347,216</u>

#### STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This release contains forward-looking statements (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended, or the Exchange Act) concerning Seaspan's operations, cash flows, and financial position, including, in particular, the likelihood of its success in developing and expanding its business. Statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as "continue," "expects," "anticipates," "intends," "plans," "believes," "estimates," "projects," "forecasts," "will," "may," "potential," "should" and similar expressions are forward-looking statements. These forward-looking statements represent Seaspan's estimates and assumptions only as of the date of this release and are not intended to give any assurance as to future results. As a result, you are cautioned not to rely on any forward-looking statements. Forward-looking statements appear in a number of places in this release. Although these statements are based upon assumptions Seaspan believes to be reasonable based upon available information, they are subject to risks and uncertainties. These risks and uncertainties include, but are not limited to:

- future growth prospects and ability to expand Seaspan's business;
- Seaspan's expectations as to impairments of its vessels, including the timing and amount of currently anticipated impairments;
- the future valuation of Seaspan's vessels and goodwill;
- potential acquisitions, vessel financing arrangements and other investments, and Seaspan's expected risks and benefits from such transactions as well as the likelihood of consummating any such transaction;
- future time charters and vessel deliveries, including future long-term charters for certain existing vessels;
- estimated future capital expenditures needed to preserve the operating capacity of Seaspan's fleet including, its capital base, and comply with regulatory standards, its expectations regarding future dry-docking and operating expenses, including ship operating expense and general and administrative expenses;
- Seaspan's expectations about the availability of vessels to purchase, the time it may take to construct new vessels, the delivery dates of new vessels, the commencement of service of new vessels under long-term time charter contracts and the useful lives of its vessels;
- availability of crew, number of off-hire days and dry-docking requirements;
- general market conditions and shipping market trends, including charter rates, increased technological innovation in competing vessels and other factors affecting supply and demand;
- Seaspan's financial condition and liquidity, including its ability to borrow and repay funds under its credit facilities, to refinance its existing facilities and to obtain additional financing in the future to fund capital expenditures, acquisitions and other general corporate activities;
- Seaspan's continued ability to meet its current liabilities as they become due;
- Seaspan's continued ability to maintain, enter into or renew primarily long-term, fixed-rate time charters with its existing customers or new customers;
- the potential for early termination of long-term contracts and Seaspan's potential inability to enter into, renew or replace long-term contracts;
- the introduction of new accounting rules for leasing and exposure to currency exchange rates and interest rate fluctuations;
- conditions inherent in the operation of ocean-going vessels, including acts of piracy;
- acts of terrorism or government requisition of Seaspan's containerships during periods of war or emergency;
- adequacy of Seaspan's insurance to cover losses that result from the inherent operational risks of the shipping industry;
- lack of diversity in Seaspan's operations and in the type of vessels in its fleet;
- conditions in the public equity market and the price of Seaspan's shares;
- Seaspan's ability to leverage to its advantage its relationships and reputation in the containership industry;
- changes in governmental rules and regulations or actions taken by regulatory authorities, and the effect of



- governmental regulations on Seaspan's business;
- the financial condition of Seaspan's customers, lenders, and other counterparties and their ability to perform their obligations under their agreements with us;
- Seaspan's continued ability to meet specified restrictive covenants and other conditions in its financing and lease arrangements, its notes and its preferred shares;
- any economic downturn in the global financial markets and export trade and increase in trade protectionism and potential negative effects of any recurrence of such disruptions on Seaspan's customers' ability to charter Seaspan's vessels and pay for Seaspan's services;
- the value of Seaspan's vessels and other factors or events that trigger impairment assessments or results;
- taxation of Seaspan's earnings and of distributions to its shareholders;
- Seaspan's exemption from tax on U.S. source international transportation income;
- the ability to bring claims in China and Marshall Islands, where the legal systems are not well-developed;
- potential liability from future litigation; and
- other factors detailed from time to time in Seaspan's periodic reports.

Forward-looking statements in this release are estimates and assumptions reflecting the judgment of senior management and involve known and unknown risks and uncertainties. These forward-looking statements are based upon a number of assumptions and estimates that are inherently subject to significant uncertainties and contingencies, many of which are beyond Seaspan's control. Actual results may differ materially from those expressed or implied by such forward-looking statements. Accordingly, these forward-looking statements should be considered in light of various important factors listed above and including, but not limited to, those set forth in "Item 3. Key Information—D. Risk Factors" in Seaspan's Annual Report for the year ended December 31, 2018 on Form 20-F filed on March 26, 2019 and in the "Risk Factors" in Reports on Form 6-K that are filed with the Securities and Exchange Commission from time to time relating to its quarterly financial results.

Seaspan does not intend to revise any forward-looking statements in order to reflect any change in Seaspan's expectations or events or circumstances that may subsequently arise. Seaspan expressly disclaims any obligation to update or revise any of these forward-looking statements, whether because of future events, new information, a change in Seaspan's views or expectations, or otherwise. You should carefully review and consider the various disclosures included in Seaspan's Annual Report and in Seaspan's other filings made with the Securities and Exchange Commission that attempt to advise interested parties of the risks and factors that may affect Seaspan's business, prospects and results of operations.

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SOURCE Seaspan Corporation

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