



Hiring Guidelines for Independent Auditors' Employees

The Audit Committee has adopted the following guidelines regarding the hiring by Seaspan Corporation (the "Corporation") of its independent auditors' employees. For the purposes of these guidelines, the independent auditors' employees shall include any partner, director, manager, staff, advising member, reviewing actuary, reviewing tax professional and any other person having the responsibility for providing audit assurance to the independent auditors in any way for the certification of the Corporation's financial statements. Audit assurance includes all work that results in the expression of an opinion on financial statements.

1. No member of the independent auditors' audit team that is auditing the Corporation can be hired by the Corporation in a financial reporting oversight role for a period of two years following such audit, subject to such exceptions and shorter "cooling off" period as permitted by Rule 2-01 of SEC Regulation S-X. Members of the audit team include, except as otherwise provided in Rule 2-01, (a) the lead partner, (b) the concurring partner and (c) any other person who provides more than ten hours of audit, review, or attest services during the relevant fiscal period. The term "financial reporting oversight role" means a role in which a person is in a position to or does exercise influence over the contents of the financial statements or anyone who prepares them, such as when the person is a member of the board of directors or similar management or governing body, chief executive officer, president, chief financial officer, chief operating officer, general counsel, chief accounting officer, controller, director of internal audit, director of financial reporting, treasurer, or any equivalent position.
2. No former employee of the independent auditors may sign an SEC filing on behalf of the Corporation for five years following employment with the independent auditors.
3. No former employee of the independent auditor may be named an officer of the Corporation for three years following employment by the independent auditors.
4. The Audit Committee must approve all executive level and higher hires from the independent auditors.

The Audit Committee shall review these guidelines annually to evaluate whether any amendments are necessary to comply with applicable internal policies or any legal or regulatory requirements.

Amended July 21, 2011