

CAP III CO-INVESTMENT, L.P.

Form 3

April 20, 2018

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*Â TC Group Cayman Investment  
Holdings, L.P.

(Last)

(First)

(Middle)

C/O WALKERS, CAYMAN  
CORPORATE CENTER,Â 27  
HOSPITAL ROAD

(Street)

GEORGE TOWN GRAND  
CAYMAN,Â E9Â KY1-9008

(City)

(State)

(Zip)

2. Date of Event Requiring  
Statement(Month/Day/Year)  
03/13/20183. Issuer Name **and** Ticker or Trading Symbol  
Seaspan CORP [SSW]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting  
Person  
\_X\_ Form filed by More than One  
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Series D Preferred Shares

1,869,200

I

See footnotes (1) (2) (3) (4)Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)3. Title and Amount of  
Securities Underlying  
Derivative Security4. Conversion  
or Exercise5. Ownership  
Form of6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

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Date Exercisable	Expiration Date	Title	(Instr. 4) Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TC Group Cayman Investment Holdings, L.P. C/O WALKERS, CAYMAN CORPORATE CENTER 27 HOSPITAL ROAD GEORGE TOWN GRAND CAYMAN, KY1-9008	^	^ X	^	^
TC Group Cayman Investment Holdings Sub L.P. C/O WALKERS, CAYMAN CORPORATE CENTER 27 HOSPITAL ROAD, GEORGE TOWN GRAND CAYMAN, KY1-9008	^	^ X	^	^
CP V General Partner, L.L.C. C/O WALKERS, CAYMAN CORPORATE CENTER 27 HOSPITAL ROAD, GEORGE TOWN GRAND CAYMAN, KY1-9008	^	^ X	^	^
TC Group V Cayman, L.P. C/O WALKERS, CAYMAN CORPORATE CENTER 27 HOSPITAL ROAD, GEORGE TOWN GRAND CAYMAN, KY1-9008	^	^ X	^	^
CP V Coinvestment A Cayman, LP C/O WALKERS, CAYMAN CORPORATE CENTER 27 HOSPITAL ROAD, GEORGE TOWN GRAND CAYMAN, KY1-9008	^	^ X	^	^
CP V Coinvestment B Cayman, LP C/O WALKERS, CAYMAN CORPORATE CENTER 27 HOSPITAL ROAD, GEORGE TOWN GRAND CAYMAN, KY1-9008	^	^ X	^	^
CAP III, L.L.C. C/O WALKERS, CAYMAN CORPORATE CENTER 27 HOSPITAL ROAD, GEORGE TOWN GRAND CAYMAN, KY1-9008	^	^ X	^	^
CAP III General Partner, L.P. C/O WALKERS, CAYMAN CORPORATE CENTER 27 HOSPITAL ROAD, GEORGE TOWN GRAND CAYMAN, KY1-9008	^	^ X	^	^
CAP III CO-INVESTMENT, L.P. C/O WALKERS, CAYMAN CORPORATE CENTER 27 HOSPITAL ROAD, GEORGE TOWN	^	^ X	^	^

GRAND CAYMAN, KY1-9008

## Signatures

TC GROUP CAYMAN INVESTMENT HOLDINGS, L.P., By: Carlyle Holdings II L.P., its general partner, By: /s/ William E. Conway, Jr., Name: William E. Conway, Jr., Title: Co-Executive Chairman & Co-Chief Investment Officer 04/20/2018

Signature of Reporting Person Date

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/ William E. Conway, Jr., Title: Co-Executive Chairman & Co-CIO 04/20/2018

Signature of Reporting Person Date

CP V General Partner, L.L.C., By: /s/ William E. Conway, Jr., Name: William E. Conway, Jr., Title: Co-Executive Chairman & Co-Chief Investment Officer 04/20/2018

Signature of Reporting Person Date

TC Group V Cayman, L.P., By: /s/ Jeremy W. Anderson, Name: Jeremy W. Anderson, Title: Authorized Person 04/20/2018

Signature of Reporting Person Date

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 04/20/2018

Signature of Reporting Person Date

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 04/20/2018

Signature of Reporting Person Date

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/ William E. Conway, Jr. 04/20/2018

Signature of Reporting Person Date

CAP III General Partner, L.P., By: /s/ Norma R. Kuntz, Name: Norma R. Kuntz, Title: Authorized Person 04/20/2018

Signature of Reporting Person Date

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 04/20/2018

Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Includes: (i) 47,028 shares of Series D Preferred Shares held by CP V Coinvestment A Cayman, L.P.; (ii) 9,628 shares of Series D Preferred Shares held by CP V Coinvestment B Cayman, L.P.; (iii) 17,423 shares of Series D Preferred Shares held by CAP III Co-Investment, L.P.; (iv) 1,363,936 shares of Series D Preferred Shares held by Carlyle Partners V Cayman TE, L.P.; (v) 356,417 shares of Series D Preferred Shares held by CAP III Maritime AIV, L.P.; and (vi) 74,768 shares of Series D Preferred Shares held by Carlyle-Eight Finance Asia Co-Investment Partners, L.P.

(2) 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 each of Carlyle Holdings II GP L.L.C. and Carlyle Holdings III GP Management L.L.C.

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(3) Carlyle Holdings II GP L.L.C. is the general partner of Carlyle Holdings II L.P., which is the general partner of TC Group Cayman Investment Holdings, L.P., which is the general partner of TC Group Cayman Investment Holdings Sub L.P., which is the sole member of each of CP V General Partner, L.L.C. and CAP III, L.L.C. CP V General Partner, L.L.C. is the general partner of TC Group V Cayman, L.P., which is the general partner of each of CP V Coinvestment A Cayman, L.P. and CP V Coinvestment B Cayman, L.P. CAP III, L.L.C. is the general partner of CAP III General Partner, L.P., which is the general partner of CAP III Co-Investment, L.P.

(4) Carlyle Holdings III GP Management L.L.C. 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 L.P., which is the general partner of TC Group Cayman Sub, L.P., which is the sole shareholder of each of CP V S3 GP, Ltd. and CAP III S3 Ltd. CP V S3 GP, Ltd. 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. CAP III S3 Ltd. is the general partner of CAP III General Partner S3, L.P., which is the general partner of each of CAP III Maritime AIV, L.P. and Carlyle-Eight Finance Asia Co-Investment Partners, L.P.

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### Remarks:

DueÂ toÂ theÂ limitationsÂ ofÂ theÂ electronicÂ filingÂ systemÂ .Â CarlyleÂ GroupÂ ManagementÂ L.L.C.,Â TheÂ Carl

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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