

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM770379

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Seaspan ULC		11/28/2022	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	The Toronto-Dominion Bank		
Street Address:	66 Wellington Street West, 9th Floor		
City:	Toronto, Ontario		
State/Country:	CANADA		
Postal Code:	M5K 1A2		
Entity Type:	Chartered Bank: CANADA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5573301	SEASPAN	
Registration Number:	3286139	SEASPAN	
Registration Number:	4395102	SEASPAN	
CORRESPONDENCE DATA			
Fax Number:	5037962900		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	503-222-9981		
Email:	trademarks@schwabe.com		
Correspondent Name:	Schwabe, Williamson & Wyatt		
Address Line 1:	1211 SW 5th Ave., Suite 1900		
Address Line 4:	Portland, OREGON 97204		
NAME OF SUBMITTER:	Anthony D. Phillips		
SIGNATURE:	/Anthony D. Phillips/		
DATE SIGNED:	11/28/2022		
Total Attachments: 3			
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**SECOND AMENDED AND RESTATED CONFIRMATION OF SECURITY INTEREST
IN U.S. TRADEMARKS**

This Confirmation is dated for reference November 28, 2022.

WHEREAS:

A. Seaspan ULC (the "**Owner**") is the owner of the trademarks set forth in Exhibit "A" and the registrations and applications for the trademarks identified therein (collectively, the "**Trademarks**");

B. Pursuant to a third amended and restated credit agreement dated for reference November 28, 2022 (as may be further amended, modified, restated, replaced or extended from time to time, the "**Credit Agreement**") between the Owner, Vancouver Shipyards Co. Ltd., Victoria Shipyards Co. Ltd., Seaspan Ferries Corporation and Vancouver Drydock Limited Partnership (collectively, the "**Borrowers**"), as borrowers, the Institutions named therein, as lenders (collectively, the "**Lenders**") and The Toronto-Dominion Bank, as administration agent (the "**Agent**"), the Lenders have agreed to establish for the Borrowers certain credit facilities, all as more particularly described in the Credit Agreement;

C. As security for, *inter alia*, all present and future debts and liabilities of the Borrowers or any one or more of them under the Credit Agreement, the Owner has executed a Amended and Restated Debenture dated for reference November 28, 2022 (as may be further amended, modified, restated, replaced or extended from time to time, the "**Debenture**"), in favour of the Toronto-Dominion Bank, in its capacity as collateral agent for the Agent and the Lenders (the "**Collateral Agent**") pursuant to which the Owner has granted to the Collateral Agent a security interest in, *inter alia*, the Trademarks;

NOW THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby conclusively acknowledged, the Owner confirms the grant to the Collateral Agent pursuant to the Debenture of a security interest in and to the Trademarks, as security for the "Loan Obligations" (as defined in the Debenture).

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DATED at Vancouver, British Columbia on November 28, 2022.


SEASPAN ULC

Per: 

Name: Linda Wortman

Title: Chief Financial Officer, Marine Transportation

EXHIBIT "A"

<u>Trademark</u>	<u>Reg. No</u>
SEASPAN	5573301
SEASPAN	3286139
SEASPAN logo 	4395102