

TEEKAY CORP  
Form AW  
March 12, 2013  
**TEEKAY CORPORATION**

**Teekay Corporation**  
4th Floor, Belvedere Building,  
69 Pitts Bay Road,  
Hamilton, HM 08  
Bermuda  
**tel:** +1 441 298 2530  
**fax:** +1 441 292 3931  
**www.teekay.com**

**Mailing Address:**  
Suite No. 1778  
48 Par-la-Ville Road  
Hamilton, HM 11  
Bermuda

March 12, 2013

Division of Corporation Finance

Securities and Exchange Commission

100 F Street N.E.

Washington, DC 20549

Re: Teekay Corporation  
Application for Withdrawal of Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-166523  
Ladies and Gentlemen:

Teekay Corporation (the "Company") hereby requests that its Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-166523, originally filed with the Securities and Exchange Commission (the "Commission") on March 8, 2013, be withdrawn, with such withdrawal to be effective as of the date hereof pursuant to Rule 477 under the Securities Act of 1933, as amended.

This Post-Effective Amendment was incorrectly filed with the EDGAR code "POS AM" instead of the correct Edgar code "S-8 POS". The Company requests the withdrawal of this Post-Effective Amendment so that this Post-Effective Amendment may be re-filed using the correct EDGAR code.

If you would like to discuss any of the matters contained in this letter, please feel free to contact us, or you may contact David Matheson of Perkins Coie, LLP, our legal counsel, at (503) 727-2000.

Sincerely,

TEEKAY CORPORATION

By: /s/ Vincent Lok  
Vincent Lok  
Executive Vice President and Chief Financial  
Officer  
(Principal Financial and Accounting Officer)

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cc: David Matheson (Perkins Coie LLP)