

MANN BRUCE E
Form 4
December 22, 2005

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MANN BRUCE E

2. Issuer Name **and** Ticker or Trading
Symbol
SEACHANGE INTERNATIONAL
INC [SEAC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O SEACHANGE
INTERNATIONAL, 124 ACTON
STREET

3. Date of Earliest Transaction
(Month/Day/Year)
12/20/2005

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Sr VP Network Storage Engneerg

(Street)
MAYNARD, MA 01754

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	12/20/2005		S		1,500 D \$ 8.25	187,660	D
Common Stock	12/20/2005		S		1,000 D \$ 8.05	186,660	D
Common Stock	12/20/2005		S		200 D \$ 8.02	186,460	D
Common Stock	12/20/2005		S		100 D \$ 8.01	186,360	D
	12/20/2005		S		2,200 D \$ 8	184,160	D

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Common
Stock

Common Stock	12/20/2005	S	849	D	\$ 7.95	183,311	D
Common Stock	12/20/2005	S	151	D	\$ 7.86	183,160	D
Common Stock	12/20/2005	S	600	D	\$ 7.83	182,560	D
Common Stock	12/20/2005	S	400	D	\$ 7.82	182,160	D
Common Stock	12/20/2005	S	1,000	D	\$ 7.8	181,160	D
Common Stock	12/20/2005	S	2,000	D	\$ 7.76	179,160	D ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MANN BRUCE E C/O SEACHANGE INTERNATIONAL 124 ACTON STREET	Sr VP Network Storage Engineerg

Reporting Owners

MAYNARD, MA 01754

Signatures

\s\ Bruce E.
Mann

12/22/2005

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) The 10,000 shares sold on December 20, 2005 were sold pursuant to a trading plan complying with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.

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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