

MANN BRUCE E
Form 4
June 22, 2006

FORM 4

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

OMB APPROVAL

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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

(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)

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

(Last) (First) (Middle)

C/O SEACHANGE
INTERNATIONAL, 50 NAGOG
PARK

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/20/2006

ACTON, MA 01720

(City) (State) (Zip)

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

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

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		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 Ownership (Instr. 4)
			Code	V	Amount	Price			
Common Stock	06/20/2006		S		500	D \$ 6.91	166,965	D	
Common Stock	06/20/2006		S		100	D \$ 6.9	166,865	D	
Common Stock	06/20/2006		S		100	D \$ 6.89	166,765	D	
Common Stock	06/20/2006		S		898	D \$ 6.88	165,867	D	
	06/20/2006		S		900	D	164,967	D	

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Common Stock					\$ 6.87			
Common Stock	06/20/2006	S	202	D	\$ 6.86	164,765	D	
Common Stock	06/20/2006	S	400	D	\$ 6.85	164,365	D	
Common Stock	06/20/2006	S	700	D	\$ 6.84	163,665	D	
Common Stock	06/20/2006	S	900	D	\$ 6.83	162,765	D	
Common Stock	06/20/2006	S	100	D	\$ 6.82	162,665	D	
Common Stock	06/20/2006	S	200	D	\$ 6.81	162,465	D	
Common Stock	06/20/2006	S	200	D	\$ 6.8	162,265	D	
Common Stock	06/20/2006	S	300	D	\$ 6.79	161,965	D	
Common Stock	06/20/2006	S	455	D	\$ 6.78	161,510	D	
Common Stock	06/20/2006	S	245	D	\$ 6.77	161,265	D	
Common Stock	06/20/2006	S	100	D	\$ 6.76	161,165	D	
Common Stock	06/20/2006	S	700	D	\$ 6.74	160,465	D	
Common Stock	06/20/2006	S	1,039	D	\$ 6.73	159,426	D	
Common Stock	06/20/2006	S	400	D	\$ 6.72	159,026	D	
Common Stock	06/20/2006	S	939	D	\$ 6.71	158,087	D	
Common Stock						20,137	I	by Daughter <u>(2)</u>
Common Stock						20,135	I	by Son <u>(3)</u>
Common Stock						20,135	I	by Son II <u>(4)</u>
Common Stock	06/20/2006	S	522	D	\$ 6.7	157,565	D	

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Common Stock 06/20/2006 S 100 D \$ 6.69 157,465 D ⁽¹⁾

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

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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. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				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
50 NAGOG PARK
ACTON, MA 01720

Sr VP Network Storage Engineerg

Signatures

\s\ Bruce E. 06/22/2006
Mann

 Date
**Signature of Reporting Person

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 June 20, 2006 were sold pursuant to a trading plan complying with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- (2) These shares are owned by Mr. Mann's daughter, Emily. Mr. Mann disclaims beneficial ownership of these shares.

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(3) These shares are owned by Mr. Mann's son, Benjamin. Mr. Mann disclaims beneficial ownership of these shares.

(4) These shares are owned by Mr. Mann's son, Jonathan. Mr. Mann disclaims beneficial ownership of these shares.

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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