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

SCHEDULE 13G Under the Securities Exchange Act of 1934

SeaChange International, Inc.	
(Name of Issuer)	
Common Stock, \$.01 par value	
(Title of Class of Securities)	
811699107	
(CUSIP Number)	
December 31, 2004	
(Date of Event Which Requires Filing of this Statement	
Check the appropriate box to designate the rule pursuant to which is filed:	this Schedule
[X] Rule 13d-1(b)	
[_] Rule 13d-1(c)	
[_] Rule 13d-1(d)	
Page 1 of 7 pages	
CUSIP No. 811699107 13G	
1. Name of Reporting Person I.R.S. Identification No. of above Person	
Goldman Sachs Asset Management, L.P.	
	[_]
3. SEC Use Only	
4. Citizenship or Place of Organization	
Delaware	
5. Sole Voting Power	
Number of 1,485,736	
Shares	
6. Shared Voting Power Beneficially 0	
U	

Owned by

Each	7. Sole Dispositive Power
Reporting	1,992,596
Person	8. Shared Dispositive Power
With:	0
	nount Beneficially Owned by Each Reporting Person
1,992,5	
	e Aggregate Amount in Row (9) Excludes Certain Shares
	[_]
	Class Represented by Amount in Row (9)
7.1%	
12. Type of Repo	orting Person
IA	reing reison
	Davis Conf. 7 annua
Item 1(a).	Page 2 of 7 pages Name of Issuer:
rtem r(a).	SeaChange International, Inc.
Item 1(b).	Address of Issuer's Principal Executive Offices: 124 Acton Street Maynard, MA 01754
Item 2(a).	Name of Persons Filing: Goldman Sachs Asset Management, L.P.
Item 2(b).	Address of Principal Business Office or, if none, Residence: 32 Old Slip New York, NY 10005
Item 2(c).	Citizenship: Goldman Sachs Asset Management, L.P Delaware
Item 2(d).	Title of Class of Securities: Common Stock, \$.01 par value
Item 2(e).	CUSIP Number: 811699107
Item 3.	If this statement is filed pursuant to Rules $13d-1(b)$ or $13d-2(b)$ or (c), check whether the person filing is a :
(a).[]	Broker or dealer registered under Section 15 of the Act (15 U.S.C. 780).
(b).[_]	Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
(c).[_]	Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
(d).[_]	Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
(e).[X]	An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
(f).[_]	An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
(g).[_]	A parent holding company or control person in accordance with Rule 13d-1(b) (1) (ii) (G);

(h).[_] A savings association as defined in Section 3(b) of the

Federal Deposit Insurance Act (12 U.S.C. 1813);

- (i).[] A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j).[] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Page 3 of 7 pages

Item 4. Ownership.(*)

- (a). Amount beneficially owned:
 See the response(s) to Item 9 on the attached cover page(s).
- (b). Percent of Class: See the response(s) to Item 11 on the attached cover page(s).
- (c). Number of shares as to which such person has:
 - (i). Sole power to vote or to direct the vote: See the response(s) to Item 5 on the attached cover page(s).
 - (ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s).
 - (iii). Sole power to dispose or to direct the disposition of: See the response(s) to Item 7 on the attached cover page(s).
 - (iv). Shared power to dispose or to direct the disposition of: See the response(s) to Item 8 on the attached cover page(s).
- Item 5. Ownership of Five Percent or Less of a Class. Not Applicable
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable

- Item 8. Identification and Classification of Members of the Group. Not Applicable
- Item 9. Notice of Dissolution of Group.

 Not Applicable
- Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Page 4 of 7 pages

^(*) In accordance with Securities and Exchange Commission ("SEC") Release No. 34-39538 (January 12, 1998), this filing reflects the securities beneficially owned by Goldman Sachs Asset Management, L.P. ("GSAM LP"). GSAM LP, an investment advisor, disclaims beneficial ownership of any securities managed, on GSAM LP's behalf, by third parties.

this statement is true, complete and correct.

Date: February 7, 2005

GOLDMAN SACHS ASSET MANAGEMENT, L.P.

By: /s/ Ted Chang

Name: Ted Chang

Title: Attorney-in-fact

Page 5 of 7 pages

INDEX TO EXHIBITS

Exhibit No. Exhibit

Power of Attorney, dated November 19, 2003, relating to 99.1 Goldman Sachs Asset Management, L.P.

Page 6 of 7 pages

EXHIBIT (99.1)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS ASSET MANAGEMENT, L.P. (the "Company") does hereby make, constitute and appoint each of Roger S. Begelman, Edward T. Joel, Saskia Brookfield Martin and Ted Chang, (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of November 19th, 2003.

GOLDMAN SACHS ASSET MANAGEMENT, L.P.

By: s/ Howard Surloff

Name: Howard Surloff Title: Managing Director