

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): January 25, 2013

SEACHANGE INTERNATIONAL, INC.
(Exact Name of Registrant as Specified in its Charter)

DELAWARE

(State or Other Jurisdiction of Incorporation or
Organization)

0-21393

(Commission File Number)

04-3197974

(I.R.S. Employer Identification No.)

50 Nagog Park, Acton, MA

(Address of Principal Executive Offices)

01720

(Zip Code)

Registrant's telephone number including area code: (978) 897-0100

No change since last report
(Former Name or Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

(b)
Effective January 25, 2013, Peter Feld resigned as a Class III Director of SeaChange International, Inc.

To rebalance the Board of Directors following the resignation of Peter Feld and to comply with the By-Laws of SeaChange International, Inc., effective as of January 25, 2013, Thomas F. Olson resigned as a Class II Director of SeaChange, and, upon recommendation of the Corporate Governance and Nominating Committee, the Board elected Mr. Olson as a Class III Director of SeaChange (with a term to expire at the 2014 annual meeting). Mr. Olson continues to serve as a member of the Compensation Committee and the Nominating and Corporate Governance Committee.

(d)
See Item 5.02(b) above.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits
The following Exhibit is attached to this report:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release issued by SeaChange International, Inc. dated January 25, 2013.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SEACHANGE INTERNATIONAL, INC.

By: /s/ Raghu Rau
Raghu Rau
Chief Executive Officer

Dated: January 25, 2013

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release issued by SeaChange International, Inc. dated January 25, 2013.

Contact:**Press**

Jim Sheehan
SeaChange
1-978-897-0100 x3064
jim.sheehan@schange.com

Investors

Monica Gould
The Blueshirt Group
1-212-871-3927
monica@blueshirtgroup.com

**SEACHANGE ANNOUNCES RESIGNATION OF PETER FELD
FROM THE BOARD OF DIRECTORS**

ACTON, Mass. (Jan. 25, 2013) – [SeaChange International](#) (Nasdaq: SEAC), a leading global multi-screen video software innovator, today announced that effective January 25, 2013, Mr. Peter Feld has resigned from the SeaChange Board of Directors.

“Upon joining the SeaChange Board of Directors in December of 2010, my goal was to work collaboratively with my fellow directors to significantly improve financial performance, strategically re-position the company to focus on the core software business, and to create and enhance value for the benefit of all shareholders,” commented Peter Feld. “Since that time we have accomplished a great deal. Under the leadership of Chief Executive Officer Raghu Rau, we have significantly strengthened the management team, exited two non-core businesses, reduced costs, and developed market-leading products for multi-screen video and advanced advertising solutions that are positioned for future success.”

“On behalf of our management team and the entire company, I thank Peter for his valuable service and contributions to SeaChange and its shareholders,” stated Raghu Rau, CEO, SeaChange. “He has been an integral part of our strategic and financial transformation and has helped to put the Company on a path to long-term, profitable growth and value creation.”

Tom Olson, Chairman of the Board of Directors, SeaChange, added “The Board of Directors and I thank Peter for his vital contributions over the past two years. His involvement brought a renewed sense of urgency and focus to delivering improved results and serving the best interests of the Company and its shareholders. We wish Peter well in his future endeavors.”

Mr. Feld’s resignation brings the number of directors serving on the SeaChange board to six. At this time, the Company does not intend to fill the vacancy created as a result of Mr. Feld’s resignation.

About SeaChange International

Ranked among the top 250 software companies in the world, SeaChange International (NASDAQ SEAC) enables transformative multi-screen video services through an open, cloud-based, intelligent software platform trusted by cable, IPTV and mobile operators globally. Personalized and fully monetized video experiences anytime on any device, in the home and everywhere, are the product of the Company’s superior video platform, advertising and in-home offerings.

SeaChange’s hundreds of customers are many of the world’s most powerful media brands including all major cable operators in the Americas and Europe, and the largest telecom companies in the world. Headquartered in Acton, Massachusetts, SeaChange is TL 9000 certified and has product development, support and sales offices around the world. Visit [www.schange.com](#).

###