| FORM | 4 |
|------|---|
|------|---|

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Responses)                | 1              |   |  |            |          |   |  |   |  |                  |                         |
|--|----------------|---|--|------------|----------|---|--|---|--|------------------|-------------------------|
| 1. Name and Address of I<br>VONA CARMINE | :              | 2. Issuer Name and Ticker or Trading Symbol<br>SEACHANGE INTERNATIONAL INC [SEAC] |  |            |          |   |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>_X_Director10% Owner  |  |                  |                         |
| 20 EAST ENTRY R                          | (First)<br>OAD |   | 3. Date of Earliest Transaction (Month/Day/Year)<br>08/04/2004                   |            |          |   |  |   | Officer (give title below)Oth  | er (specify belo | w)                      |
| STATEN ISLAND,                           | 4              | 4. If Amendment, Date Original Filed(Month/Day/Year)                              |  |            |          |   |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>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<br>(Instr. 3)        |                | 2. Transaction<br>Date<br>(Month/Day/Year)  | Execution Date, if   | (Instr. 8) | ion<br>V | (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |  | f (D)   | 5. Amount of Securities Beneficially<br>Owned Following Reported<br>Transaction(s)<br>(Instr. 3 and 4) |                  | Beneficial<br>Ownership |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

|   | (e.g., puts, calls, warrants, options, convertible securities) |  |   |      |   |       |                         |                           |                    |  |  |  |       |   |  |  |            |
|---|--|--|---|------|---|-------|-------------------------|---------------------------|--------------------|--|--|--|-------|---|--|--|------------|
| Security  | Conversion   | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code |   |       | iive<br>ies<br>ed<br>ed | 6. Date Exercisable and   |                    | 6. Date Exercisable and<br>Expiration Date |  | isable and 7. Title and Amount of Underlying |       |   | Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect | Beneficial |
|   |  |  |   | Code | v | (A)   |                         | Date<br>Exercisable       | Expiration<br>Date | Title                                      | Amount<br>or<br>Number<br>of<br>Shares |  |       |   |  |  |            |
| Non-<br>Qualified<br>Stock<br>Option<br>(right to<br>buy) | \$ 14.47   | 08/04/2004                                 |   | А    |   | 2,500 |                         | 08/04/2005 <sup>(8)</sup> | 08/04/2014         | Common<br>Stock                            | 2,500                                  | \$ 0   | 2,500 | D |  |  |            |

# **Reporting Owners**

|   | Relationships |              |         |       |  |  |  |
|---|---------------|--------------|---------|-------|--|--|--|
| Reporting Owner Name / Address                                | Director      | 10%<br>Owner | Officer | Other |  |  |  |
| VONA CARMINE<br>20 EAST ENTRY ROAD<br>STATEN ISLAND, NY 10304 | Х             |              |         |       |  |  |  |

# Signatures

| Kevin Thimble/Attorney-in-Fact  | 08/06/2004 |
|---------------------------------|------------|
| **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).
- (8) 25% (625 shares) vest at the end of the first year (8/04/2005) and 6.25% (156 shares) vest each quarter thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.