

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

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FORM 8-K

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CURRENT REPORT

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

Date of report (Date of earliest event reported): August 28, 2009

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SEACHANGE INTERNATIONAL, INC.

(Exact Name of Registrant as Specified in its Charter)

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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)

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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))

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**Item 5.02(d).***Election of Director*

On August 28, 2009, upon the recommendation of the Corporate Governance and Nominating Committee of SeaChange International, Inc. ("SeaChange"), the Board of Directors of SeaChange (the "Board") elected ReiJane Huai as a Class I Director of SeaChange.

Mr. Huai has served as the president and chief executive officer of FalconStor Software, Inc. (NASDAQ: FALC) ("FalconStor") and its predecessor since December 2000, and has served as chairman of the board of FalconStor since August 2001. Mr. Huai also served as a director of FalconStor's predecessor from July 2000 to August 2001. Mr. Huai previously served as executive vice president and general manager, Asia, for CA, Inc. (formerly Computer Associates International, Inc.). Mr. Huai joined CA in 1996 with its acquisition of Cheyenne Software, Inc., a provider of data storage software solutions, where he was president and chief executive officer. SeaChange has issued a press release regarding Mr. Huai's election, a copy of which is furnished with this report as Exhibit 99.1.

At the time of Mr. Huai's election to the Board, the Compensation Committee of the Board granted Mr. Huai restricted stock units for 16,000 shares of Common Stock, \$.01 par value, of SeaChange, to be vested at the rate of 33.33% on each of the first and second anniversary of August 28, 2009, with the balance to be vested on the third anniversary of August 28, 2009.

**Item 9.01. Financial Statements and Exhibits****(d) Exhibits**

The following Exhibit is furnished as part of this report:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release issued by SeaChange International, Inc., dated September 3, 2009.

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**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/ Kevin M. Bisson  
Kevin M. Bisson  
Chief Financial Officer, Treasurer, Secretary and Senior Vice  
President, Finance and Administration

Dated: September 3, 2009

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**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release issued by SeaChange International, Inc., dated September 3, 2009.



## NEWS RELEASE

**Contact:** Jim Sheehan  
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**SEACHANGE INTERNATIONAL BOARD OF DIRECTORS  
ADDS SOFTWARE AND STORAGE VETERAN REIJANE HUAI**

**ACTON, Mass. (Sept. 3, 2009)**– SeaChange International, Inc. (NASDAQ: SEAC), a leading provider of software and hardware solutions for video-on-demand television, today announced the election of storage software veteran ReiJane Huai to its Board of Directors. Mr. Huai is Chairman and CEO of FalconStor Software, Inc. (NASDAQ: FALC), a worldwide provider of open data protection solutions.

Huai joins board members Bill Styslinger, SeaChange CEO, Chairman of the Board and Director; and Directors Mary P. Cotton, Thomas F. Olson, Carlo Salvatori and Carmine Vona.

“ReiJane has an extensive and accomplished background in storage software development and sales, which we expect will directly complement SeaChange’s ongoing goals to globally deliver leading solutions across markets,” said Styslinger. “Our board and our entire organization are very proud to bring him into our fold.”

Huai said, “SeaChange has been successful in the creation of comprehensive software and hardware solutions for intensely demanding applications. I’m eager to help foster further innovation to bring the Company success in new storage categories.”

Prior to joining FalconStor, Huai was Executive Vice President and General Manager, Asia, for CA, Inc. (formerly Computer Associates, Inc.). Huai came to CA through its acquisition of Cheyenne Software, a provider of data storage software solutions, where he was President and Chief Executive Officer. Huai earned his master’s degree in computer science from the State University of New York at Stony Brook.

**(more)**

**About SeaChange**

SeaChange International is a leading provider of software applications, services and integrated solutions for video-on-demand (VOD), digital advertising, and content acquisition monetization and management. Its powerful open VOD and advertising software and scalable hardware enable cable and telco operators, as well as broadcasters, to provide new on-demand services and to gain greater efficiencies in advertising and content delivery. With its Emmy Award-winning and patented technology, thousands of SeaChange deployments are helping broadband, broadcast and satellite television companies to streamline operations, expand services and increase revenues. Headquartered in Acton, Massachusetts, SeaChange has product development, support and sales offices around the world. Visit [www.schange.com](http://www.schange.com).

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