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**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): January 8, 2021**

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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)

**001-38828**  
(Commission  
File Number)

**04-3197974**  
(IRS Employer  
Identification No.)

**500 Totten Pond Road, Waltham, MA**  
(Address of principal executive offices)

**02451**  
(Zip Code)

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

**N/A**  
(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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
<b>Common Stock, \$0.01 Par Value</b>	<b>SEAC</b>	<b>The Nasdaq Global Select Market</b>
<b>Series A Participating Preferred Stock Purchase Rights</b>	<b>SEAC</b>	<b>The Nasdaq Global Select Market</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

***Chief Executive Officer Transition and Principal Executive Officer Appointment***

(b)

On January 8, 2021, Yossi Aloni resigned as the Chief Executive Officer, President and as a member of the Board of Directors (the “**Board**”) of SeaChange International, Inc. (the “**Company**” or “**SeaChange**”), effective immediately (the “**Resignation**”). Mr. Aloni’s departure is not a result of any disagreement with the Company relating to the Company’s operations, policies or practices.

(c)

Following the Resignation, on January 12, 2021, the Board appointed Robert Pons as Executive Chair, effective January 8, 2021. In connection with that appointment, Mr. Pons will continue his duties as Chairman of the Board and assume the duties of the Company’s Principal Executive Officer. Mr. Pons did not enter into any plan, contract or arrangement in connection with his appointment as Executive Chair and Principal Executive Officer and will not receive any additional compensation for his service as such at this time. The information with respect to Mr. Pons’ background as required by Items 401(b), (d), (e) and Item 404(a) of Regulation S-K is set forth in the Company’s Definitive Proxy Statement for its Annual Meeting of Stockholders filed with the Securities and Exchange Commission on May 27, 2020 and is hereby incorporated by reference herein.

**Item 8.01. Other Events.**

On January 13, 2021, the Company issued a press release, announcing the changes described above. A copy of such press release is attached as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press release issued by SeaChange International, Inc., dated January 13, 2021.</a>
104	Cover Page Interactive Data File, formatting Inline Extensible Business Reporting Language (iXBRL).

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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 hereunto duly authorized.

SEACHANGE INTERNATIONAL, INC.

By: /s/ Michael D. Prinn

Michael D. Prinn

Senior Vice President, Chief Financial Officer & Treasurer

Dated: January 13, 2021



**SeaChange International Appoints Chairman Robert Pons as  
Executive Chairman; Board of Directors Initiates Search for New  
CEO to Lead Company's Next Phase of Growth**

**WALTHAM, MA – January 13, 2021 – SeaChange International, Inc. (NASDAQ: SEAC)**, a leading provider of video delivery platforms, has appointed Chairman Roberts Pons as Executive Chairman, effective January 8, 2021. Pons succeeds Yossi Aloni, who resigned as Chief Executive Officer (CEO), President and as a director of the Company to pursue other interests. Pons joined SeaChange's board in February 2019 and was appointed Chairman in December 2019. Pons has assumed operating responsibilities and will continue to do so until a new CEO has been appointed.

SeaChange's board has initiated a search process for a new CEO to lead and execute the company's long-term plan to drive growth at scale.

"We have a talented and highly capable leadership team that has positioned SeaChange as the leading technology provider enabling operators and content owners to cost-effectively launch and manage their content delivery needs," said Pons. "This favorable positioning has allowed the Company to secure 39 Framework new wins since introducing the platform in 2019, including the recent win with one of the largest mobile network operators globally, which is the most meaningful in Company history. I look forward to working closely with the leadership team and Board to build on this momentum while ensuring a quick and seamless transition to the new CEO."

Jeff Tudor, Vice Chairman of the Board, commented: "We are fortunate to have Bob step in as Executive Chairman to ensure continuity and execution of strategy while we search for a permanent CEO to lead SeaChange through its next phase of growth. Bob has more than 30 years of management and board experience, including a proven track record creating shareholder value for other leading technology companies he has been involved with."

**About SeaChange International, Inc.**

SeaChange International (NASDAQ: SEAC) powers hundreds of cloud and on-premises platforms with live TV and video on demand (VOD) for more than 50 million subscribers worldwide. SeaChange's end-to-end solution, the Framework, enables operators and content owners to cost-effectively launch a direct-to-consumer video service. This includes back-office, media asset management, ad management, analytics, and a client application for set-top boxes (STB), Smart-TVs and mobile devices. Framework is available as a product or managed service, and can be deployed on-premises, in the cloud or as a hybrid. For more information, please visit [www.seachange.com](http://www.seachange.com).

**SeaChange Contact:**

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