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

OMB APPE	ROVAL
OMB Number:	3235-0287
Estimated average	burden
houre per reenonee	0.5

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

pe Responses)															
1. Name and Address of Reporting Person – GOLDFARB IRA				2. Issuer Name and Ticker or Trading Symbol SEACHANGE INTERNATIONAL INC [SEAC]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
CHANGE	(First) INTERNATION	(Middle) NAL, 124	3. Date of Earliest Transaction (Month/Day/Year) 05/24/2004						_X_0	X Officer (give title below) Other (specify below) Sr VP, Sales North America						
DD 144 0	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ For	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
		(7:)														
y)	(State)	(Zip)				Ta	ble I - Non-D	erivat	tive Securities	Acquired, D	isposed o	f, or Benefi	cially Owned			
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year	Execution any		Date, if Co		de	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Owned Following Transaction(s)				Form:	Beneficial	
			(Mon	th/D	ay/Year)		Code V	Amo	unt (A) or (D) P	Ì			(r Indirect	Ownership (Instr. 4)	
Report on a so	eparate line for each	class of securities be	eneficial	ly ov	wned dir	ectly	Perso in this	s forr	n are not req	uired to res	pond ur				474 (9-02)	
		Table II														
1. Title of Derivative Security (Instr. 3) 2. Conversion Date (Month/Day/Year Derivative Security		any	Code		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivativ Security: Direct (D or Indirect	(Instr. 4)		
			Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares					
\$ 12.21	05/24/2004		A		6,250		05/24/2003	5 <u>(16)</u>	05/24/2014	Common Stock	6,250	\$ 0	6,250	D		
	d Address of ARB IRA st) .CHANGE STREET .RD, MA 0 y) ecurity 2. Conversion or Exercise Price of Derivative Security	ARB IRA at) (First) CHANGE INTERNATION STREET (Street) ARD, MA 01754 by) (State) ecurity Report on a separate line for each Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year)	d Address of Reporting Person ARB IRA (First) (Middle) (CHANGE INTERNATIONAL, 124 STREET (Street) (RD, MA 01754 (State) (Zip) ecurity 2. Transaction Date (Month/Day/Year) Table II 2. Conversion or Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	d Address of Reporting Person 2. Isst ARB IRA st) (First) (Middle) CCHANGE INTERNATIONAL, 124 STREET (Street) 4. If Andrewski A. If Andrewsk	d Address of Reporting Person* ARB IRA it) (First) (Middle) CCHANGE INTERNATIONAL, 124 STREET (Street) 4. If Amend RD, MA 01754 y) (State) (Zip) ecurity 2. Transaction Date (Month/Day/Year) 2. Table II - Derivative (e.g., puts.) 2. Table II - Derivative (e.g., puts.) ARB IRA 3. Date of E 05/24/200 2. Transaction Date (Month/Day/Year) ARB III - Derivative (e.g., puts.) ARB III - Derivative (e.g., puts.)	ARB IRA a) (First) (Middle) (Stace) (Street) (Month/Day/Year) REPORT on a separate line for each class of securities beneficially owned direction or Exercise Price of Derivative Security 2. Issuer Name and SEACHANGE I 3. Date of Earliest T 05/24/2004 3. Date of Earliest T 05/24/2004 4. If Amendment, D 2A. Deemed Execution Date, if any (Month/Day/Year) 2. Transaction Date (Amendment) (Month/Day/Year) 3. Transaction Date (Amendment) (Month/Day/Year) 3. Transaction Date (Amendment) (Month/Day/Year) 3. Transaction Date (Amendment) (Month/Day/Year) 4. Table II - Derivative Securities beneficially owned direction Date (Month/Day/Year) 5. Num (Month/Day/Year) 6. Num (Month/Day/Year) 7. Code (Month/Day/Year) 8. Num (Month/Day/Year) 8. Num (Month/Day/Year) 8. Num (Month/Day/Year) 8. Num (Month/Day/Year) 9. Num (Month/Day/Year	d Address of Reporting Person ARB IRA at) (First) (Middle) (SEACHANGE INTERNATIONAL, 124 (STREET) (Street) 4. If Amendment, Date Of State (Month/Day/Year) accurity 2. Transaction Date (Month/Day/Year) Conversion or Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if (any (Month/Day/Year)) Table II - Derivative Securities beneficially owned directly (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D)	ARB IRA a) 2. Issuer Name and Ticker or Trading SEACHANGE INTERNATION (CHANGE INTERNATIONAL, 124 STREET (Street) 4. If Amendment, Date Original Filedon (RD, MA 01754 STABLE) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 8) Table II - Derivative Securities Acquired, Disceed, puts, calls, warrants, options, in this acture of Date (Month/Day/Year) 2. S. Number (Date (A) or Date (A) or Disposed of (D) (Instr. 3) 4. and 5) Code V (A) (D) Date Exercise Code V (A) (D) Date Exercise Code V (A) (D) Date Exercise Code V (A) (D)	Address of Reporting Person ARB IRA a) (First) (Middle) (CHANGE INTERNATIONAL, 124) STREET (Street) 4. If Amendment, Date Original Filed(Month/Day/O5/24/2004 A. If Amendment, Date Original Filed(Month/Day/O5/24/2004 A. If Amendment, Date Original Filed(Month/Day/Pear) (Street) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conversion of Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conversion of Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction Otate (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Code (Ristr. 8) 4. S. Number (b. Date Exercisable Expiration Date (A) or Disposed (A) or	2. Issuer Name and Ticker or Trading Symbol SEACHANGE INTERNATIONAL INC [SEACHANGE INTERNATIONAL INC] (Middle) (STREET) (Street) (RD, MA 01754 (State) (State) (Zip) (State) (Zip) (State) (Zip) (State) (Zip) (State) (Zip) (State) (Zip) (A) Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) or Organish Filed(Month/Day/Year) (A) or Disposed of (Instr. 3, 4 and 5) (A) or Organish Filed(Month/Day/Year) (A) or Disposed of (Instr. 3, 4 and 5) (Month/Day/Year) (A) or Disposed of (Instr. 3, 4 and 5) (Month/Day/Year) (A) or Disposed of (Instr. 3, 4) (Month/Day/Year) (Month/Day/Year) (A) or Disposed of (Instr. 3, 4) (B) Date Exercisable Disposed Date Exercisable Date Date Date Exercisable Date Date Date Date Date Date Date Dat	2. Issuer Name and Ticker or Trading Symbol SEACHANGE INTERNATIONAL INC [SEAC] DEATH	ARB IRA ARB IRA ARB IRA ARB IRA (Middle) (CHANGE INTERNATIONAL INC [SEAC] (CHANGE INTERNATIONAL, 124 (Street) (A) Or Form filed by Mr. (Code V V Amount (D) Price (Instr. 3) and 4) (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr. 3 and 4) (Code V (Instr. 3) (Instr. 3 and 4) (Instr. 3 and 4)	Address of Reporting Person* ARB IRA ARB IRA (First) (First) (Officer (give title below) CHANGE INTERNATIONAL, 124 (Street) 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed\(Month/Day/Year\) (State) (Zip) 4. If Amendment, Date Original Filed\(Month/Day/Year\) (State) (Zip) 5. Amendment, Date Original Filed\(Month/Day/Year\) (State) (Zip) 7. Transaction Date (Month/Day/Year) 8. Amount of Securities Acquired, Disposed of, Or Beneficially Owned Glowing Reported (Instr. 8) (Instr. 3, 4, and 5) (Month/Day/Year) 8. Amount of Securities Membrase the for cach class of securities beneficially owned directly or indirectly. Table II - Derivative Securities Acquired (A) or Exposing for Code (Month/Day/Year) 6. Date Exercisable and Execution Date (Instr. 3 and 4) (Instr. 3 and 4) Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Conversion) of Code (Month/Day/Year) 6. Date Exercisable and Execution Date (Instr. 3) (Ins	2. Issuer Name and Ticker or Trading Symbol SEACHANGE INTERNATIONAL INC [SEAC] (Pinish) (Missile) (Pinish) (Missile) (Check all applicable of Check of Search (Check all applicable of Check of Search (Check all applicable of Check of Check (Check all applicable of Check all applicab	2. Issuer Name and Ticker or Trading Symbol SEACHANGE INTERNATIONAL INC [SEAC] 3. Date of Fairliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed/Month/Day/Year) 5. State (Size) 4. If Amendment, Date Original Filed/Month/Day/Year) 6. Individual or Joint/Group FilingCheck Applicable Lisey. From filed by One Reporting Person 7. From filed by One Reporting Person 8. Officer (give title below) 9. Other Applicable Lisey 9. From filed by One Reporting Person 1. From fi	

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
GOLDFARB IRA C/O SEACHANGE INTERNATIONAL 124 ACTON STREET MAYNARD, MA 01754			Sr VP, Sales North America					

Signatures

Kevin Thimble/Attorney-in-Fact	05/26/2004
**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.

(16) 25% (1,562 shares) vest at the end of the first year (5/24/2005) and 6.25% (390 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.