

# FORM 4

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

OMB APPROVAL	
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## 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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>STYSLINGER WILLIAM C III</b>		2. Issuer Name and Ticker or Trading Symbol <b>SEACHANGE INTERNATIONAL INC [SEAC]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President, CEO Chairman Board</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>09/30/2004</b>		
SEACHANGE INTERNATIONAL, 124 ACTON STREET			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(Street) <b>MAYNARD, MA 01754</b>					
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/30/2004		M		9,375	A	\$ 7	1,594,184	D	
Common Stock	09/30/2004		S		1,700	D	\$ 16.01	1,592,484	D	
Common Stock	09/30/2004		S		2,300	D	\$ 16	1,590,184	D	
Common Stock	09/30/2004		S		5,375	D	\$ 15.99	1,584,809	D	
Common Stock	09/30/2004		S		2,200	D	\$ 16.05	1,582,609	D	
Common Stock	09/30/2004		S		200	D	\$ 16.04	1,582,409	D	
Common Stock	09/30/2004		S		400	D	\$ 16.03	1,582,009	D	
Common Stock	09/30/2004		S		2,200	D	\$ 16.02	1,579,809	D	
Common Stock	09/30/2004		S		355	D	\$ 15.98	198,645	I	Trustee (2)
Common Stock	09/30/2004		S		2,945	D	\$ 15.97	195,700	I	Trustee (2)
Common Stock	09/30/2004		S		1,700	D	\$ 15.96	194,000	I	Trustee (2)
Common Stock								1,380	I	by Daughter (1)
Common Stock								86,429	I	Family Trust (3)
Common Stock								11,342	I	Daughters Trust (5)
Common Stock	09/30/2004		S		1,490	D	\$ 16.02	59,935	I	by Spouse (4)
Common Stock	09/30/2004		S		200	D	\$ 16.01	59,735	I	by Spouse (4)
Common Stock	09/30/2004		S		100	D	\$ 15.99	59,635	I	by Spouse (4)
Common Stock	09/30/2004		S		900	D	\$ 15.98	58,735	I	by Spouse (4)
Common Stock	09/30/2004		S		1,500	D	\$ 15.96	57,235	I	by Spouse (4)
Common Stock	09/30/2004		S		810	D	\$ 15.95	56,425	I	by Spouse (4)

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.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$ 7	09/30/2004		M			9,375	03/05/2004 <sup>(6)</sup>	03/05/2013	Common Stock	56,250	\$ 0	46,875	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STYSLINGER WILLIAM C III SEACHANGE INTERNATIONAL 124 ACTON STREET MAYNARD, MA 01754	X		President, CEO Chairman Board	

## Signatures

Kevin Thimble/Attorney-in-Fact		10/01/2004
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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).

- (1) These shares are owned by Kimberly J. Styslinger. Mr. Styslinger disclaims beneficial ownership of these shares.
- (2) These shares are owned by Merrill Lynch, Trustee f/b/o William C. Styslinger, IRA
- (3) These shares are held by Thomas and Emily Franeta as Trustees of the Styslinger Family Trust. Mr. Styslinger disclaims beneficial ownership of these shares.
- (4) These shares are owned by Ms. Joyce Styslinger. Mr. Styslinger disclaims beneficial ownership of these shares.
- (5) These shares are owned by Thomas Franeta as Custodian of Kimberly J. Styslinger, Mr. Styslinger's daughter. Mr. Styslinger disclaims beneficial ownership of these shares.
- (6) 25% (18,750 shares) vest at the end of the first year (3/5/04) and 6.25% (4,688 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.