## FORM 5

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

OMB APPR	ROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 3 Holdings Reported Form 4 Transactions

Reported

## ANNUAL 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

1. Name and Address of Reporting Person * STYSLINGER WILLIAM C III			2. Issuer Name <b>and</b> Ticker or Trading Symbol SEACHANGE INTERNATIONAL INC [SEAC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) SEACHANGE IN NAGOG PARK	(First) NTERNATIO	(Middle) ONAL, 50	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 01/31/2008					President, CEO Ch	airman Boar	rd	
	(Street)		4. If Amendment,	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)  X_ Form Filed by One Reporting Person			
ACTON, MA 017	720							Form Filed by More than One Report			
(City)	(State)	(Zip)	Ta	ble I - Non-Der	ivative S	ecuritie	s Acqı	ired, Disposed of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
Common Stock		12/18/2007		G	2,716	D	\$ 0	1,664,211	D		
Common Stock		12/18/2007		A	1,358	A	\$ 0	54,343	I	by Spouse	
Common Stock		12/18/2007		A	1,358	A	\$ 0	8,158	I	by Daughter	
Common Stock								17,500	I	Trustee (3)	
Common Stock								171,500	I	Trustee (4)	
Common Stock								86,429	I	Family Trust (5)	
Common Stock								11,342	I	Daughter's Trust (6)	
Common Stock		12/18/2007		G	1,358	D	\$ 0	52,985	I	by Spouse	
Common Stock		12/18/2007		A	1,358	A	\$ 0	9,516	I	by Daughter	

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

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SEC 2270 (9-02)

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

			(8.71	,,		,					
1. Title of	2.	3. Transaction	3A. Deemed	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction	Number	and Expiration Date	Amount of	Derivative	of	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	of	(Month/Day/Year)	Underlying	Security	Derivative	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative		Securities	(Instr. 5)	Securities	Derivative	Ownership
	Derivative				Securities		(Instr. 3 and		Beneficially	Security:	(Instr. 4)
	Security				Acquired		4)		Owned at	Direct (D)	
					(A) or				End of	or Indirect	
					Disposed				Issuer's	(I)	
					of (D)				Fiscal Year	(Instr. 4)	
					(Instr. 3,				(Instr. 4)		
					4, and 5)						

	(A)	Date Exercisable	Expiration Date	Amount or Number of Shares				
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#### **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
STYSLINGER WILLIAM C III SEACHANGE INTERNATIONAL 50 NAGOG PARK ACTON, MA 01720	X		President, CEO Chairman Board				

#### **Signatures**

/s/ William C. Styslinger, III	03/03/2008
**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).
- (1) These shares are owned by Mrs. Joyce Styslinger. Mr. Styslinger disclaims beneficial ownership of these shares.
- (2) These shares are owned by Kimberly J. Styslinger. Mr. Styslinger disclaims beneficial ownership of these shares.
- (3) These shares are owned by Merrill Lynch, Trustee f/b/o William C. Styslinger, IRA.
- (4) These shares are owned by CGM IRA Rollover Custodian, f/b/o William C. Styslinger, IRA.
- (5) These shares are held by Charles Jankovski as Trustee of the Styslinger Family Trust. Mr. Styslinger disclaims beneficial ownership of these shares.
- (6) These shares are owned by Kimberly J. Styslinger. Mr. Styslinger disclaims beneficial ownership of these shares.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.