FORM 4

(Print or Type Pecnonces)

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

OMB APPROVAL
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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).

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

Name and Address of Reporting Person * OLSON THOMAS F			2. Issuer Name and Ticker or Trading Symbol SEACHANGE INTERNATIONAL INC [SEAC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director 10% Owner Officer (give title below) Other (specify below)						
(Last) (First) (Middle) 5242 SEA CHASE DRIVE, UNIT #5			3. Date of Earliest 05/16/2008	3. Date of Earliest Transaction (Month/Day/Year) 05/16/2008										
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person						
AMELIA ISLAND, FL 32034 (City) (State) (Zip)			Table I. Non Desirative Securities Aggs					nired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year	2A. Deemed Execution Date, if	3. Transa Code (Instr. 8)	action 4. Securities Acquire (A) or Disposed of (I		uired of (D)	5. Amoun Beneficia Reported	nt of Securities Illy Owned Following Transaction(s)		6. Ownership Form:	Beneficial	
				(Month/Day/Year)	Code	V A	mount	(A) or (D) Price		(Instr. 3 and 4)			Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common	Stock		05/16/2008		A	10	0,000	A .	\$ 0 (1)	37,000			D (1)	
Reminder:	Report on a s	separate line fo	r each class of sec	urities beneficially ov		Person contain	s who led in t	respon	m are	not requ		spond unle	ss	474 (9-02)
Reminder: 1	Report on a s	separate line fo		- Derivative Securit	ies Acquire	Person contain the form	s who led in t in disp	respor this for plays a o	m are curre eficial	not requesting ntly valid	uired to res		ss	474 (9-02)
1. Title of Derivative Security (Instr. 3)	2.	3. Transaction Date (Month/Day/	Table II 3A. Deemed Execution Execu	- Derivative Securiti (e.g., puts, calls, wa dete, if Transaction Code (/Year) (Instr. 8)	ies Acquire arrants, op	Person contain the form the form the form of the form	s who ned in the n disp osed of, nvertile Exercise portation	respon this for blays a con- constant for Bend ble secur sable a Date	eficial rities) 7. Tanda Und Seco	not requesting ntly valid	OMB conf	spond unle	of 10. Ownersh Form of Derivativ Security: Direct (C or Indirec	11. Nature of Indire Benefic Owners! (Instr. 4

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
OLSON THOMAS F 5242 SEA CHASE DRIVE UNIT #5 AMELIA ISLAND, FL 32034	X					

Signatures

\s\ Thomas F. Olson	05/20/2008
**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).
- The securities awarded on May 16, 2008 are in the form of restricted stock units (RSUs) issued pursuant to the SeaChange International, Inc. 2005 Equity Compensation and Incentive Plan that entitle the reporting person to receive one (1) share of common stock per RSU. The RSUs will vest, and the underlying common stock will issue, ratably over three years. The first tranche will vest on December 1, 2009, with an equal number of shares vesting on December 1, 2010 and the balance of the shares vesting on December 1, 2011.

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.