# FORM 4

# 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

(Print or Ty			rson *	2	Issuer Non	ne ar	nd Ti	cker c	r Tra	ding Sy	mhol		5. Relatio	nship of Rep	orting Perso	n(s) to Issue	r
Name and Address of Reporting Person   OLSON THOMAS F				SEA	2. Issuer Name and Ticker or Trading Symbol SEACHANGE INTERNATIONAL INC [SEAC]							(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 Transaction (Month/Day/Year) 03/10/2010												
(Street) AMELIA ISLAND, FL 32034				4. If	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person						
(City		(State)	(Zip)		Table I - Non-Derivative Securities Acquired, Disposed of, or Bend						Beneficially	Owned					
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year	Exec any	2A. Deemed Execution Date, if any (Month/Day/Year)		(Instr. 8)		ction	on 4. Securities Acquir (A) or Disposed of ( (Instr. 3, 4 and 5)		of (D	) Beneficia	nt of Securities ally Owned Following Transaction(s)		Ownership Form:	7. Nature of Indirect Beneficial Ownership	
						,		ode	V	Amour	(A) or (D)	Price				(Instr. 4)	
Common	Stock		03/10/2010				A	A		12,00	0 A	\$ 0 (1)	61,000			D (1)	
			Table II -					quire	conta the fo	ained in orm dis sposed	n this fo splays a of, or Ber	rm a curr	re not req ently valid ally Owned	ction of inf uired to res d OMB con	spond unle	ss	1474 (9-02)
1. Title of Derivative Security (Instr. 3)		3. Transaction Date (Month/Day/Y	n 3A. Deemed Execution Da any	l Pate, if	4. Transaction Code Year) (Instr. 8)		5.		and Expiration Date (Month/Day/Year) U S		7. Ar Ur Se	Title and nount of aderlying curities str. 3 and		9. Number o Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownershi Form of Derivativ Security: Direct (D or Indirect	(Instr. 4)	
					Code	v	(A)	(D)	Date Exerc		Expiratio Date	on Ti	Amount or Number of Shares				

### **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	03/12/2010
**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 March 10, 2010 are in the form of restricted stock units (RSUs) issued pursuant to the SeaChange International, Inc. Amended and Restated 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, 2010, with an equal number of shares vesting on December 1, 2011 and the balance of the shares vesting on December 1, 2012.

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.