Edgar Filing: SEALED AIR CORP/DE - Form 4

SEALED AIR CORP/DE

Form 4

Stock

Stock

Common

November 2	20, 2006											
FORM	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB APPROVAL				
								OMMISSION	OMB Number:	3235-0287		
Check the control of	nger to STATEN 16.	STATEMENT OF CHAN				FICIA	AL OWN	NERSHIP OF	Expires: Estimated a burden hour	rs per		
Form 5 obligation may con See Institution 1(b).	Filed pur Section 17(Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type	Responses)											
1. Name and . Deily Karl	2. Issuer Name and Ticker or Trading Symbol SEALED AIR CORP/DE [SEE]					5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction				(Check	(Check all applicable)				
C/O SEALED AIR CORPORATION, 200 RIVERFRONT BOULEVARD			(Month/Day/Year) 11/17/2006					Director 10% Owner Specify below) Urice President				
					onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ELMWOO	D PARK, NJ 074	07						Form filed by Mo Person	ore than One Re	porting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Secu	rities Acqu	iired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ransaction Date 2A. Deemed Execution Date any (Month/Day/		Date, if Transaction Disposed of (D) Code (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)		
Common Stock	11/17/2006			S	685	D	\$ 60.7272	9,100	D			
Common								410	T	By Profit		

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

Sharing

By 401(k)

Plan

Thrift

Plan

410

395

I

I

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SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transaction	5. orNumber	6. Date Exerc Expiration Da		7. Title		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	~		of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			ying les 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Deily Karl R C/O SEALED AIR CORPORATION 200 RIVERFRONT BOULEVARD ELMWOOD PARK, NJ 07407

Vice President

Signatures

Karl R. Deily 11/20/2006

**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).

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.

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