FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	DC	205/19
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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).

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* <u>Kudman Warren J.</u>					2. Issuer Name and Ticker or Trading Symbol SEALED AIR CORP/DE [SEE]										(Check all ap		olicable)	g Pers	. ,	
(Last) (First) (Middle) C/O SEALED AIR CORPORATION 200 RIVERFRONT BOULEVARD						3. Date of Earliest Transaction (Month/Day/Year) 05/17/2012									X		v)	resid	below)	
N.				4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)										Form	form filed by One Reporting Person Form filed by More than One Reporting				
	Tabl	e I - Nor	n-Deriv	ative	e Se	curit	ies	Acqı	uired,	Disp	osed o	f, or	Ben	efici	ally	Owne	ed			
Date				Execution Date,								4 and Secur Benef Owne		ties cially I Following	Form (D) or	n: Direct r Indirect	7. Nature of Indirect Beneficial Ownership			
								Code	v	Amount			Pric	e	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common Stock 05/1				7/2012	2012			A		10,000		A	((1)		51,456		D		
Common Stock																3	3,317		I	By Profit Sharing Plan
	Та															vned			•	
Derivative Security (Instr. 3) Price of Derivative Security						on of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Expiration Month/D	Amour		ount	Deriv Secu	ivative urity tr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	O F D oi (i)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Final Marren (Final	(First) (CALED AIR CORPORATION ERFRONT BOULEVARD OOD NJ (State) (Cale of Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) MLED AIR CORPORATION ERFRONT BOULEVARD OOD NJ 07407 (State) (Zip) Table I - Nor Security (Instr. 3) Stock Table II - I ((Instr. 3)	(First) (Middle) MLED AIR CORPORATION ERFRONT BOULEVARD ODD NJ 07407 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Trans Date (Month//) Stock 05/17 Stock 05/17 2. Table II - Derivat (e.g., pt Conversion or Exercise Price of Derivative (Month/Day/Year) 2. (Month/Day/Year)	(First) (Middle) ALED AIR CORPORATION ERFRONT BOULEVARD Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Security (Instr. 3) 2. 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Democrative Securitie (e.g., puts, calls, wa) A. Democrative Securitie (e.g., puts, calls, wa)	(First) (Middle) (Alif Amendment, Didle Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Middle) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) ALED AIR CORPORATION ERFRONT BOULEVARD Table I - Non-Derivative Securities Acquired (Month/Day/Year) Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, comparison of Exercise Price of Derivative Security 2. Transaction (Month/Day/Year) Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, comparison of Exercise (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) Stock Table II - Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle) ALED AIR CORPORATION ERFRONT BOULEVARD Table I - Non-Derivative Securities Acquired, (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, B) Stock Table II - Derivative Securities Acquired, Dicker, if any (Month/Day/Year) Table II - Derivative Securities Acquired, Dicker, if any (Month/Day/Year) Table II - Derivative Securities Acquired, Dicker, if any (Month/Day/Year) A Stock Table II - Derivative Securities Acquired, Dicker, if any (Month/Day/Year) Conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) Conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) A Stock Table II - Derivative Securities Acquired, Dicker, and Share Securities Acquired (A) or Disposed of (D) (Month/Day/Year) (Month/Day/Year) Date Date	SEALED AIR CORP/DE	SEALED AIR CORP/DE SEE	SEALED AIR CORP/DE [SEE] (First) (Middle) ALED AIR CORPORATION ERFRONT BOULEVARD Table I - Non-Derivative Securities Acquired, Disposed of, or Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (Dirac) (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of (Dirac) (Ronth/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of (Dirac) (Ronth/Day/Year) (Month/Day/Year) 2. 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Exercise Price of Derivative Securities Acquired (A) or (D) Price of	(First) (Middle) LLED AIR CORPORATION ERFRONT BOULEVARD Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially On Date (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 3. 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Explanation of Responses:

1. Award made under 2005 Contingent Stock Plan of Sealed Air Corporation.

Warren J. Kudman 05/18/2012

** Signature of Reporting Person Date

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

- * 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.

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 Number.