

SCHEDULE 14A  
(Rule 14a-101)  
INFORMATION REQUIRED IN PROXY STATEMENT  
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a)  
of the Securities Exchange Act of 1934

Filed by the Registrant  [X]  
Filed by a Party other than the Registrant  [ ]

Check the appropriate box:

- [ ] Preliminary Proxy Statement  
 [ ] Confidential, for Use of the Commission Only (as permitted by  
Rule 14a-6(e)(2))  
 [ ] Definitive Proxy Statement  
 [X] Definitive Additional Materials  
 [ ] Soliciting Material Pursuant to Rule 14a-11(c) or Rule 14a-12

SEALED AIR CORPORATION

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(Name of Registrant as Specified in Its Charter)

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(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- [X] No fee required.  
 [ ] Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.  
(1) Title of each class of securities to which transaction applies:  
(2) Aggregate number of securities to which transaction applies:  
(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):  
(4) Proposed maximum aggregate value of transaction:  
(5) Total fee paid:  
 [ ] Fee paid previously with preliminary materials.  
 [ ] Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing. .  
(1) Amount Previously Paid:  
(2) Form, Schedule or Registration Statement No.:  
(3) Filing Party:  
(4) Date Filed:

[SEALED AIR CORPORATION LETTERHEAD]

Sealed Air Corporation Investor Relations Telephone Line: 201-791-7600  
EquiServe Shareholder Relations Telephone Line: 201-324-1225

June 28, 1999

Dear Fellow Stockholders,

YOUR VOTES ARE NEEDED!

We have received the affirmative vote of approximately 77 percent of the combined voting power of the Sealed Air stock voting FOR repeal of the supermajority provisions in the Company's Charter (as discussed in our proxy statement). However, 80 percent of the outstanding voting power is required for passage so MORE TOTAL VOTES ARE STILL NEEDED.

Over 98 percent of the voting by your fellow Stockholders who have already sent in their proxies has been in favor of repeal of the supermajority provisions, but because shares representing over 20 percent of the voting power have not yet been voted on these issues, we have not reached our goal. We urge you to vote now. Don't let the lack of participation influence the Company's future -- cast your ballot!

WHY YOU SHOULD VOTE!

Voting FOR repeal of these provisions gives Stockholders greater ability to take action. If you were a Stockholder of Record on March 24, 1999 then YOU ARE ENTITLED TO VOTE, even if you no longer own the shares. In fact, absent special circumstances you would be the only one who could vote those shares. We encourage you to vote as it is a boost for Stockholders' rights. Regardless of the number of shares you hold, you may make the difference in this very close vote.

If you are the recipient of this mailing your vote has not yet been tallied per our most recent review, so we encourage you to SEND IN YOUR PROXY TODAY, or vote by telephone or via the Internet. For your convenience, you can also telefax your signed proxy to our corporate headquarters at 201- 703-4113.

TAKE ACTION!

We encourage you to vote FOR items 3, 4 and 5 on your proxy card or voting instruction form. Recapture your rights as a Stockholder to influence the Company's future! Voting should be completed as soon as possible. The Annual Meeting reconvenes promptly at 10:00 a.m. on July 16, 1999.

On behalf of your board of directors, we thank you for your continued support.

Sincerely,

/s/ T.J. Dermot Dunphy  
T.J. Dermot Dunphy  
Chairman of the Board and  
Chief Executive Officer

PLEASE VOTE YOUR PROXY TODAY  
YOUR VOTE IS IMPORTANT!

SEALED AIR CORPORATION  
PARK 80 EAST  
SADDLE BROOK, NEW JERSEY 07663-5291

June 28, 1999

Important Information  
for  
Stockholders of Sealed Air Corporation

For purposes of convenience and to avoid potential mis-counting of votes, we have not changed the proxy cards or voting instruction forms even though the 1999 Annual Meeting of Stockholders of Sealed Air Corporation has been adjourned for a second time.

Kindly note the following:

1. The Annual Meeting has been adjourned from June 18, 1999 to reconvene on July 16, 1999 at 10:00 a.m. local time in New Jersey, at the offices of the Company indicated above.
2. The voting for Items 1 (Election of Class I Directors) and 2 (Ratification of the appointment of KPMG LLP as the independent auditors for the year ending December 31, 1999) on the proxy card and voting instruction form has already been completed.
3. The voting that remains open is for Items 3, 4 and 5 on your proxy card or voting instruction form.
4. Voting by telephone or via the Internet must be completed by Thursday, July 15, 1999 local time in New Jersey in order for your vote to be counted.

For Stockholders outside of the United States, please see reverse side.

SEALED AIR CORPORATION STOCKHOLDERS

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Proxies or voting instruction forms may also be mailed or telefaxed to the addresses below!

Australia

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Sealed Air Australia  
3 Burrows Road  
Alexandria, NSW 2015  
Australia  
Fax: (61) (2) 9550 1962

Germany

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Cryovac Verpackungen GmbH  
Erlengang 31  
D-22844 Norderstedt  
Germany  
Fax: (49) 40 52601-281

Brazil

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Sealed Air Brasil Ltda.  
Rua Mergenthaler, 836  
Vila Leopoldina  
Sao Paulo-SP-Brasil  
CEP 05311-030  
Fax: (55-11) 833 2963

Italy

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Sealed Air S.p.A.  
Via per Ornaga  
20040 Bellusco  
Milano, Italy  
Fax: (39) (039) 6835350

England

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Sealed Air Limited  
Telford Way  
Kettering, Northants  
NN16 8UN England  
Fax: (44) 1536 410576

Mexico

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Sealed Air De Mexico S.A. de C.V.  
Prolongacion Paseo de la Reforma No. 61  
Torre Axis, piso 10  
Delegacion Alvaro Obregon  
01210 Mexico, D.F. (Mexico City)  
Fax: (5) (25) 267 1434

France

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Sealed Air S.A.  
ZA des Bethunes  
3, Avenue de la Mare  
95310 Saint - Ouen - L'Aumone  
France  
Fax: (33) (1) 34 64 02 50

New Zealand

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Sealed Air (New Zealand)  
Packaging Products Division  
Dock 1, 24 Bancroft Crescent  
Glendene, Waitakere City  
Auckland 8 New Zealand  
Fax: (64) (9) 818 0801