FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	OVAL					
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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* HICKEY WILLIAM V						2. Issuer Name and Ticker or Trading Symbol SEALED AIR CORP/DE [SEE]									5. Relationship of Re (Check all applicable) X Director			ıg Per	10% O	wner
	st) (First) (Middle) O SEALED AIR CORPORATION O RIVERFRONT BOULEVARD					3. Date of Earliest Transaction (Month/Day/Year) 03/10/2010										pelov	v) ``	Other (specify below)		
(Street) ELMWO PARK (City)	LMWOOD NJ 07407					4. If Amendment, Date of Original Filed (Month/Day/Year)									ine) X	vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Tabl	e I - Nor	n-Deriv	ative	e Se	curitie	es Ac	quired,	Disp	osed o	f, or	Ben	efici	ally O	wne	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)						Execution Date,			Code (Transaction Disp Code (Instr. 5)			4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)					6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount (A) or (D)		Price	, ∣ти	Transaction(s) (Instr. 3 and 4)				(msu. 4)	
Common Stock 03/10/						2010		A		57,009		A	(1	.)	904,842			D		
Common Stock															32,063(2)			I	By Profit- Sharing Plan	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)				6. Date E Expiratio (Month/D	n Date	Amo Secu Und Deri Secu		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price Derivat Securit (Instr. 5	tive c ty S 5) E	9. Number of derivative Securities Seneficially Owned Following Reported Transaction(s) (Instr. 4)	F C C	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	of	nber res						

Explanation of Responses:

- 1. Award made under the Stock Leverage Opportunity feature of the Sealed Air Corporation Annual Incentive Plan.
- 2. Reflects unit/share adjustments to the reporting person's holdings under the Sealed Air Corporation Profit-Sharing Plan, a tax conditioned plan.

William V. Hickey 03/10/2010

** 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.