Edgar Filing: SEALED AIR CORP/DE - Form 4

SEALED AI	R CORP/DE									
Form 4 July 27, 2006										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						COMMISSION	OMB AF OMB Number:	PPROVAL 3235-0287		
Check thi if no long subject to Section 10 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	er STATE 5. Filed pu ¹⁵ Section 17	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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							January 31 Expires: 200 Estimated average burden hours per response 0.	
(Print or Type R	esponses)									
MANNING KENNETH P Sy			2. Issuer Name and Ticker or Trading Symbol SEALED AIR CORP/DE [SEE]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)		3. Date of Earliest		-		(Chec	k all applicable)	
C/O SEALE CORPORAT			(Month/Day/Year 07/27/2006				_X_ Director Officer (give below)		Owner er (specify	
			4. If Amendment, Filed(Month/Day/Y	endment, Date Original onth/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
ELMWOOD	PARK, NJ 07	407					Form filed by M Person			
(City)	(State)	(Zip)	Table I - No	n-Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year		Date, if Transa Code ay/Year) (Instr.	4. Secur ction(A) or E (Instr. 3 8) V Amount	(A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	07/27/2006		Р	1,000	A	\$ 46.62	11,845	D		

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

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 control number.

 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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
MANNING KENNE C/O SEALED AIR O 200 RIVERFRONT ELMWOOD PARK,	Х							
Signatures								
Kenneth P. Manning	07/27/200	6						
<u>**</u> 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.