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SEALED A	AIR CORP/DE											
Form 4												
December	06, 2004											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									•	OMB APPROVAL OMB Number 3235-028		
Check	this box		Wa	ashingto	n, D.C.	20549	•		Ν	lumbe	r:	
Check this box if no longer subject to Section 16. Form 4 or					N BENE RITIES		AL OV	VNERSHIP C)F E	Expires: January 20 Estimated average burden hours per response		
Form 5 obligati may co <i>See</i> Ins 1(b).	ions Section 17	(a) of the F	Public U		olding C	ompa	ny Act	nge Act of 1934 of 1935 or Sec 940		·		
(Print or Type	e Responses)											
1. Name and KELSEY		2. Issuer Name and Ticker or Trading Symbol SEALED AIR CORP/DE [SEE]					5. Relationship of Reporting Person(s) to Issuer					
						-	сеј	(C	Check a	ll applie	cable)	
(Last) C/O SEAL CORPORA				of Earliest /Day/Year) 2004	Transactio	on		Director X Officer (below) Senior	(give titl	below	10% Owner Other (specify) t and CFO	y
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
SADDLE	BROOK, NJ 0766	53						Person	by More	e than Oi	ne Reporting	
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivati	ve Sec	urities A	cquired, Dispose	ed of, or	r Benef	icially Owne	ed
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution D		Date, if	3. Transactio Code (Instr. 8)	4. Secur on(A) or D (Instr. 3)	ispose 4 and	d of (D)	5. Amount of Securities Beneficially Owned Following Reported	Form: Direct or Ind (I)	wnership orm: irect (D) Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr.	. 4)		
Common Stock	12/03/2004			F	3,784	D	\$ 52.57	31,216	D			
Common											By	

Common Stock

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

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Profit-Sharing

Plan

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 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. Transactio 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 rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / A	ddress	Relationships							
	Director	10% Owner	Officer	Other					
KELSEY DAVID H C/O SEALED AIR CORPO PARK 80 EAST SADDLE BROOK, NJ 0766			Senior Vice President and CFO						
Signatures									
David H. Kelsey	12/06/2004								

<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.