



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

DIVISION OF
CORPORATION FINANCE

January 5, 2011

Mr. William C. Styslinger, III
Chief Executive Officer
SeaChange International, Inc.
50 Nagog Park
Acton, MA 01720

**Re: SeaChange International, Inc.
Definitive Proxy Statement
Filed June 4, 2010
File No. 000-21393**

Dear Mr. Styslinger:

We have completed our review of your filing and do not have any further comments at this time.

Sincerely,

s/ Larry Spigel

Larry Spigel
Assistant Director

cc: Via Facsimile to (617) 248-4000
Attn: John R. Pitfield, Esq.
Choate Hall & Stewart LLP