## Edgar Filing: SEALED AIR CORP/DE - Form 4

SEALED AII	R CORP/DE										
Form 4	_										
May 18, 2015											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								r	PPROVAL		
	UNITE	DSIAIE		hington,			IGE		OMB Number:	3235-0287	
Check this			v v u s	inigion,	D.C. 200				Expires:	January 31,	
if no longer subject to STATEMENT OF CH				HANGES IN BENEFICIAL OW				<b>NERSHIP OF</b>		2005	
	subject to STATEMENT OF CHARGES IN DEITEFICIAL OWNER Section 16. SECURITIES							Estimated average burden hours per			
Form 4 or Form 5		Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,						response	•		
obligation		L		· · /			•	· · ·			
may conti	nue. Section I		of the Inv	•	<b>U</b>	• •		of 1935 or Sectio 40	n		
See Instru 1(b).	ction	50(II)	of the my	vestment	company	1101	0117	-10			
1(0).											
(Print or Type R	esponses)										
		*								<i></i>	
1. Name and Ad MARINO W	2. Issuer Name <b>and</b> Ticker or Trading				g	5. Relationship of Reporting Person(s) to Issuer					
MARINO WILLIAM J Symbol					ו פרו/ספר	CEE	1				
			SEALED AIR CORP/DE [SEE]				J	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Dav/Year)X_ Director				10% Owner				
C/O SEALED AIR			(Month/Day/Year) 05/14/2015					Officer (give title Other (specify			
	FION, 8215 F	OREST						below)	below)		
POINT BOU	JLEVARD										
			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check Applicable Line)			
			Filed(Mon	iled(Month/Day/Year)							
	TE NO 20272							_X_Form filed by Form filed by M	One Reporting Po More than One Ro		
CHARLOII	TE, NC 28273	)						Person			
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of	2. Transaction	Date 2A. Dee	emed	3.	4. Securit	ties		5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Ye	· ·	on Date, if		onAcquired				Form: Direct	Indirect	
(Instr. 3)		any (Month)	/Day/Year)	Code (Instr. 8)	Disposed (Instr. 3.			Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership	
		(		(	(,		- /	Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
						or	р.	(Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price				
Stock								39,990	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)

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1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)		4. Transacti Code	5. Number ionof Derivative Securities	e Expiration D	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)			` ·	(Monur Day/Year)		(Insu: 5 and 4)	
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	<u>(1)</u>	05/14/2015		А	5,996	(2)	(2)	Common Stock	5,996	<u>(3</u> )

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MARINO WILLIAM J C/O SEALED AIR CORPORATION 8215 FOREST POINT BOULEVARD CHARLOTTE, NC 28273	Х						
Signatures							
Barbara A. Pieczonka, Attorney-in-fact Marino	for Willia	ım J.	05/	18/2015			
**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).
- (1) 1-for-1
- (2) The units are to be settled in shares of Sealed Air Common Stock (with certain exceptions specified in the Corporation's Deferred Compensation Plan for Directors) following the reporting person's retirement from the Board of Directors.
- (3) Award made under 2014 Omnibus Incentive Plan.

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.