Edgar Filing: SEALED AIR CORP/DE - Form 4

	IR CORP/DE										
Form 4 February 16	2017										
•									OMB AF	PROVAL	
FORM	ITIES AND EXCHANGE COMMISSION hington, D.C. 20549					OMB Number:	3235-0287				
Check the			vv asi	inngton,	D.C. 20.	547				January 31,	
if no lor subject t Section Form 4 Form 5 obligatio	suant to Sec	tion 16	SECUR	ITIES e Securit	ies E	e Act of 1934,	Expires: Estimated a burden hou response				
may cor <i>See</i> Inst 1(b).	ntinue. Section 17(a			•	ling Corr Compan	· ·		1935 or Section 0	n		
(Print or Type	Responses)										
Deily Karl R Syml			mbol	Issuer Name and Ticker or Trading nbol ALED AIR CORP/DE [SEE]				5. Relationship of Reporting Person(s) to Issuer			
(Last)						(Checl	ck all applicable)				
	ED AIR ATION, 2415 CAS OULEVARD	02	4onth/Da 2/14/20	-				Director X Officer (give below) Senior		Owner er (specify t	
				endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
CHARLOT	TTE, NC 28208							Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Table	I - Non-D	erivative S	Securi	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	ate, if /Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/14/2017			А	47,018	А	<u>(1)</u>	232,222	D		
Common Stock	02/14/2017			А	24,432	А	<u>(2)</u>	256,654	D		
Common Stock	02/14/2017			F	30,932	D	\$ 47.12	225,722	D		
Common Stock								951	I	By 401(k) Plan	
Common Stock								4,303	Ι	By Profit Sharing	

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Plan (3)

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

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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)	4. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	Date	Secur	unt 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 / Address	Relationships						
	Director	10% Owner	Officer	Other			
Deily Karl R							
C/O SEALED AIR CORPORATION			Sonion Vice Dresident				
2415 CASCADE POINTE BOULEVARD	Senior Vice President						
CHARLOTTE, NC 28208							

Signatures

Karl R. Deily 02/16/2017

**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) Performance Share Unit Award for the 2014-2016 performance period.
- (2) 2014 Special Performance Share Unit Award.
- Reflects unit/share adjustments to the reporting person's holdings under the Sealed Air Corporation Profit-Sharing Plan, a tax conditioned (3) plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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