Edgar Filing: BAKER JONATHAN B - Form 4

BAKER JON	ATHAN B										
Form 4											
March 17, 20											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									т	IB APPROVAL	
	Washington, D.C. 20549						OMB Number:	3235-0287			
Check this if no longe subject to Section 16 Form 4 or Form 5	er STATEM	MENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires:January 31 2005Estimated average burden hours per response0.5	
obligation may contin <i>See</i> Instruct 1(b).	s Section 17(a) of the Pu	ıblic Uti		ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectic 40	on		
(Print or Type R	esponses)										
BAKER JONATHAN B Symbol				Name and D AIR CC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (M	iddle) 3	3. Date of Earliest Transaction					(Cheo	ck all applicabl	e)	
C/O SEALED AIR CORPORATION, 200 RIVERFRONT BOULEVARD			(Month/Day/Year) 03/13/2009					Director 10% Owner Officer (give title Other (specify below) vice President Other (specify below)			
EL MWOOD	(Street) 4. If Amer Filed(Mon MWOOD PARK, NJ 07407				-			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
	r_{AKK} , m_{J} $0/40$	/						Person			
(City)	(State) (2	Zip)	Table	I - Non-Do	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, i any (Month/Day/Year)		Date, if	(A)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	03/13/2009			А	275	A	<u>(1)</u>	58,221	D		
Common Stock								7,821 (2)	I	By Profit Sharing Plan	

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	Date	Amou Under Secur	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			
BAKER JONATHAN B C/O SEALED AIR CORPO 200 RIVERFRONT BOUL ELMWOOD PARK, NJ 07	EVARD			Vice President				
Signatures								
Jonathan B. Baker	03/16/2009)						

**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) Award made under the Stock Leverage Opportunity feature of the Sealed Air Corporation Annual Incentive Plan.
- Reflects unit/share adjustments to the reporting person's holdings under the Sealed Air Corporation Profit-Sharing Plan, a tax conditioned (2)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.