

SEACHANGE INTERNATIONAL INC  
Form SC 13G  
October 15, 2018

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**SCHEDULE 13G**

(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)**

(Amendment No. \_\_)\*

SeaChange International, Inc.  
(Name of Issuer)

Common Stock, \$0.01 par value  
(Title of Class of Securities)

811699107  
(CUSIP Number)

October 4, 2018  
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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**1 NAME OF REPORTING PERSON**

Karen Singer

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*** (a)

**3 SEC USE ONLY** (b)

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United States

**5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH** **SOLE VOTING POWER**  
2,517,276

**6 BENEFCIALLY OWNED BY EACH REPORTING PERSON WITH** **SHARED VOTING POWER**  
0

**7 EACH REPORTING PERSON WITH** **SOLE DISPOSITIVE POWER**  
2,517,276

**8 PERSON WITH** **SHARED DISPOSITIVE POWER**  
0

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**  
2,517,276

**10 CHECK BOX IF THE**

**11** AGGREGATE  
AMOUNT IN  
ROW (9)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
AMOUNT IN ROW (9)  
7.0%<sup>[1]</sup>

**12** TYPE OF REPORTING  
PERSON  
IN

<sup>1</sup> The percentage reported in this Schedule 13G is based upon 35,749,131 Common Stock outstanding according to the 10-Q filed by the Issuer on September 10, 2018.

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|           |  |
|-----------|--|
| <b>1</b>  | <b>NAME OF REPORTING PERSON</b>  |
|           | TAR Holdings LLC   |
| <b>2</b>  | <b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*</b>                 |
|           | (a) <input type="radio"/>  |
| <b>3</b>  | (b) <input type="radio"/>  |
|           | <b>SEC USE ONLY</b>  |
| <b>4</b>  | <b>CITIZENSHIP OR PLACE OF ORGANIZATION</b>                              |
|           | New Jersey   |
| <b>5</b>  | <b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b> |
|           | <b>SOLE VOTING POWER</b>   |
|           | 2,517,276 <sup>[2]</sup>   |
|           | <b>SHARED VOTING POWER</b>   |
|           | 0  |
|           | <b>SOLE DISPOSITIVE POWER</b>  |
|           | 2,517,276 <sup>[3]</sup>   |
|           | <b>SHARED DISPOSITIVE POWER</b>  |
|           | 0  |
| <b>9</b>  | <b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b>      |
|           | 2,517,276  |
| <b>10</b> | <input type="radio"/>  |

|           |   |
|-----------|---|
|           | <b>CHECK BOX IF<br/>THE<br/>AGGREGATE<br/>AMOUNT IN<br/>ROW (9)<br/>EXCLUDES<br/>CERTAIN<br/>SHARES<br/>PERCENT OF CLASS<br/>REPRESENTED BY<br/>AMOUNT IN ROW (9)</b> |
| <b>11</b> | 7.0% <sup>[4]</sup>   |
| <b>12</b> | <b>TYPE OF REPORTING<br/>PERSON<br/>OO</b>  |

<sup>2</sup> Mrs. Singer has sole voting power with respect to all the shares held by TAR Holdings LLC.

<sup>3</sup> Mrs. Singer has sole dispositive power with respect to all of the shares held by TAR Holdings LLC.

<sup>4</sup> See FN 1.

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Item 1(a). Name of Issuer: SeaChange International, Inc.

Item 1(b). Address of Issuer's Principal Executive Office: 50 Nagog Park  
Acton, MA 01720

Item 2(a). Name of Person Filing: Karen Singer

Item 2(b). Address of Principal Business Office or, if None, Residence: 212 Vaccaro Drive  
Cresskill, NJ 07626

Item 2(c). Citizenship: U.S.A.

Item 2(d). Title of Class of Securities: Common Stock, \$0.01 par value

Item 2(e). CUSIP Number: 811699107

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b) OR 13d-2(b) or (c), CHECK WHETHER  
3. THE PERSON FILING IS A:

Not Applicable, this statement is filed pursuant to 13d-1(c)

Item 4. OWNERSHIP: The reporting person has sole voting and dispositive power with respect to 2,517,276 of the  
4. reported securities as the managing member of Tar Holdings LLC.

(a) 2,517,276

(b) 7.0%

(c)(i) sole voting power: 2,517,276

(ii) shared voting power: 0

(iii) sole dispositive power: 2,517,276

(iv) shared dispositive power: 0

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Not Applicable.

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not Applicable.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Not Applicable.



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Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not Applicable.

Item 9. NOTICE OF DISSOLUTION OF GROUP:

Not Applicable.

Item 10. CERTIFICATION:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: October 15, 2018 /s/ Karen Singer  
Karen Singer