Edgar Filing: PUBLIC SERVICE ENTERPRISE GROUP INC - Form 4

Form 4	RVICE ENTERI	PRISE GR	OUP IN	NC					
April 28, 200 FORN	4 UNITED	STATES	N OMB Number:	PPROVAL 3235-0287 January 31,					
if no longer subject to SECURITIES									2005 average urs per
(Print or Type I	Responses)								
1. Name and A HICKEY W	Address of Reporting	Person <u>*</u>	Symbol PUBLI	er Name and C SERVIC P INC [PE	CE ENT	-	5. Relationship o Issuer (Che	of Reporting Per eck all applicabl	
(Last) SEALED A EAST	(Month/Day/Year) SEALED AIR CORP, PARK 80 04/24/2008					X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street) 4. If Amendment, Da Filed(Month/Day/Year SADDLEBROOK, NJ 07663					-	al	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
(City)	(State)	(Zip)				a	Person		
(City)	· /						Acquired, Disposed of		lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Transaction Code	Disposed (Instr. 3,	(A) or of (D)	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)
Reminder: Rep	ort on a separate line	e for each cla	ass of sec	urities benefi	icially ow	ned directly	or indirectly.		
					inforr requi	nation con red to resp ays a curre	spond to the colle tained in this form ond unless the for ntly valid OMB co	n are not rm	SEC 1474 (9-02)
	Tab			curities Acqu s, warrants,			Beneficially Owned securities)	1	

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and Expiration	7. Title and Amo
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorDerivative	Date	Underlying Secu

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5))	(Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An Nu Sha
Phantom Stock	<u>(1)</u>	04/24/2008		A <u>(2)</u>	17.0707	08/08/1988 <u>(3)</u>	08/08/1988 <u>(3)</u>	Common Stock	17

Reporting Owners

Reporting Owner Name / Address	Relationships							
I. O.	Director	10% Owner	Officer	Other				
HICKEY WILLIAM V SEALED AIR CORP PARK 80 EAST SADDLEBROOK, NJ 07663	Х							
Signatures								
By: Anthony Battista, As Attorn		04/24/2008						

Hickey

**Signature of Reporting Person

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).
- Phantom stock converts to common stock on a 1-for-1 basis. Phantom stock represents the share equivalent of amount deferred under the (1)Directors' Compensation Plan.

Date

- The shares of phantom stock become payable, in cash or common stock, at the election of the reporting person, upon the reporting (2)person's termination of services as a director.
- (3) The derivative, phantom stock, does not have a corresponding exercisable date nor expiration date.

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.