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SEI INVESTMENTS CO

Form 4

December 16, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB 3235-0287 Number:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * ROMEO CARMEN			ssuer Name and Ticker or Tradii ool INVESTMENTS CO [SEI	Issuer Cl				
(Last) (First) (Middle)			te of Earliest Transaction	(Cl	(Check all applicable)			
ONE FREEDOM VALLEY DRIVE			th/Day/Year) 4/2004	_X_ Director _X_ Officer (g below)	10% Owner give title Other (specify below)			
				Exec	cutive Vice President			
	(Street)		Amendment, Date Original	6. Individual or	r Joint/Group Filing(Check			
			(Month/Day/Year)		Applicable Line) _X_ Form filed by One Reporting Person			
OAKS, PA 19456					Form filed by More than One Reporting			
(City)	(State)	(Zip)	Γable I - Non-Derivative Secur	ties Acquired, Disposed	of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code Disposed of (I) Beneficially	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)			
Common Stock			(-)	1,782,380	D			
Common Stock				37,400	Custodial FBO the I reporting person's			

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

children (1)

By Wife

Ι

35,000

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SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and a Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 43.09	12/14/2004		A	4,000	12/14/2011(2)	12/14/2014	Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ROMEO CARMEN

ONE FREEDOM VALLEY DRIVE X Executive Vice President

OAKS, PA 19456

Signatures

Jill B. Geisenheimer (Attorney-in-fact)

12/16/2004 Date

**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).
- The reporting person disclaims ownership of all securities held in custodianship for the benefit of his minor children and the report should (1) not be deemed as an admission that the reporting person is the beneficial owners of such securities for Section 16 or for any other purpose.
- (2) The option vests upon the earlier of the Issuer's attainment of specific levels of earnings per share or seven years from the date of the grant. The option will expire on the ten year anniversary of the date of the grant.

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

Reporting Owners 2

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