

SEI INVESTMENTS CO
Form 4/A
March 03, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WEST ALFRED P JR

(Last) (First) (Middle)

ONE FREEDOM VALLEY DRIVE

(Street)

OAKS, PA 19456

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SEI INVESTMENTS CO [SEIC]

3. Date of Earliest Transaction
(Month/Day/Year)

02/27/2006

4. If Amendment, Date Original Filed(Month/Day/Year)
02/28/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chairman and Chief Executive

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 | 02/27/2006 | | S | 6,597 | D 42.38 10,329,079 | D | |
| | | | | | (1) | | |
| Common Stock | 02/27/2006 | | S | 100 | D 42.39 10,328,979 | D | |
| | | | | | (1) | | |
| Common Stock | 02/27/2006 | | S | 25,494 | D \$ 42.4 (1) 10,303,485 | D | |
| Common Stock | 02/27/2006 | | S | 2,173 | D 42.41 10,301,312 | D | |
| | | | | | (1) | | |

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| | | | | | | | | |
|--------------|------------|---|--------|---|---------------------------|------------|---|--|
| Common Stock | 02/27/2006 | S | 8,764 | D | \$ <u>(1)</u> 42.42 | 10,292,548 | D | |
| Common Stock | 02/27/2006 | S | 1,668 | D | \$ <u>(1)</u> 42.43 | 10,290,880 | D | |
| Common Stock | 02/27/2006 | S | 400 | D | \$ <u>(1)</u> 42.44 | 10,290,480 | D | |
| Common Stock | 02/27/2006 | S | 500 | D | \$ <u>(1)</u> 42.45 | 10,289,980 | D | |
| Common Stock | 02/27/2006 | S | 1,039 | D | \$ <u>(1)</u> 42.46 | 10,288,941 | D | |
| Common Stock | 02/27/2006 | S | 200 | D | \$ <u>(1)</u> 42.47 | 10,288,741 | D | |
| Common Stock | 02/27/2006 | S | 10,675 | D | \$ <u>(1)</u> 42.48 | 10,278,066 | D | |
| Common Stock | | | | | | 24,000 | I | By Wife |
| Common Stock | | | | | | 4,537,000 | I | By APWest Associates L.P. ⁽²⁾ |
| Common Stock | | | | | | 241,198 | I | By 1980 Minority Trust - Alfred P. West III ⁽³⁾ |
| Common Stock | | | | | | 1,398,000 | I | By 1980 Life Trust - Alfred P. West III ⁽³⁾ |
| Common Stock | | | | | | 1,405,295 | I | By 1980 Life Trust - Andrew Palmer West ⁽³⁾ |
| Common Stock | | | | | | 1,400,735 | I | By 1980 Life Trust - Angela Paige West ⁽³⁾ |

| | | | |
|--------------|--------|---|---|
| Common Stock | 2,118 | I | By Residuary Trust ⁽⁴⁾ |
| Common Stock | 32,197 | I | By the Marital Trust (GST Exempt) ⁽⁵⁾ |
| Common Stock | 32,377 | I | By the Marital Trust (Non-GST Exempt) ⁽⁵⁾ |
| Common Stock | 32,200 | I | By the West Senior Securities Fund, L.P. ⁽⁶⁾ |

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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

WEST ALFRED P JR
ONE FREEDOM VALLEY DRIVE X X Chairman and Chief Executive
OAKS, PA 19456

Signatures

Ruth A. Montgomery
(Attorney-in-fact) 03/03/2006

__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).

- This amended form 4 is being filed to correctly restate the individual sale prices of an aggregate of 125,675 shares of SEI Investments Company sold by Mr. West on February 27, 2006. The original form 4 filed on February 28, 2006 inadvertently reported the average sale price of these shares."
- (1) Mr. West disclaims beneficial ownership of the shares held by AP West Associates, L.P., except to the extent of his pecuniary interest therein.
 - (2) These shares are held in trusts for the benefit of Mr. West's children. Mr. West's wife is the trustee or a co-trustee of these trusts. Mr. West disclaims beneficial ownership of the shares held in these trusts.
 - (3) The trust that holds these shares (the "Residuary Trust") is for the benefit of Mr. West's mother and certain descendants of Mr. West's father. The Residuary Trust was created upon the death of Mr. West's father under the terms of an existing trust that Mr. West's father had established prior to his death. In connection with the establishment of the Residuary Trust, Mr. West became the trustee of the Residuary Trust in September 2002. Mr. West disclaims beneficial ownership of the shares held by the Residuary Trust, except to the extent of his pecuniary interest therein.
 - (4) Mr. West is the trustee of the Marital Trusts (GST and non-GST exempt), which hold shares for the benefit of Mr. West's mother. West Senior Securities Fund, L.P. is a limited partnership in which the Residuary Trust, of which Mr. West is trustee, holds a 1% general partnership interest and a 9.5% limited partnership interest. Mr. West disclaims beneficial ownership of the shares held by West Senior Securities Fund, L.P., except to the extent of his pecuniary interest therein.
 - (5) Mr. West disclaims beneficial ownership of the shares held by West Senior Securities Fund, L.P., except to the extent of his pecuniary interest therein.
 - (6)

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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