SEI INVESTMENTS CO

Form 4/A March 03, 2006

FORM 4

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

Check this box

if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

(Last)

may continue.

See Instruction

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

(First)

(Street)

(Middle)

2. Issuer Name and Ticker or Trading

Symbol

SEI INVESTMENTS CO [SEIC]

3. Date of Earliest Transaction

(Month/Day/Year) 02/27/2006

ONE FREEDOM VALLEY DRIVE

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

02/28/2006

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Issuer

below)

(Check all applicable)

_X__ 10% Owner _X_ Director __Other (specify _X__ Officer (give title

Chairman and Chief Executive

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

OAKS, PA 19456

(City)	(State)	(Zip) 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			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)				
			Code V	Amount	(D)	Price \$	(msu. 3 and 1)					
Common Stock	02/27/2006		S	15,954	D	42.25 (1)	10,387,787	D				
Common Stock	02/27/2006		S	4,300	D	\$ 42.26 (1)	10,383,487	D				
Common Stock	02/27/2006		S	1,707	D	\$ 42.27 (1)	10,381,780	D				
Common Stock	02/27/2006		S	5,952	D	\$ 42.28	10,375,828	D				

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					<u>(1)</u>			
Common Stock	02/27/2006	S	1,400	D	\$ 42.29 (1)	10,374,428	D	
Common Stock	02/27/2006	S	5,163	D	\$ 42.3 (1)	10,369,265	D	
Common Stock	02/27/2006	S	5,918	D	\$ 42.31 (1)	10,363,347	D	
Common Stock	02/27/2006	S	1,974	D	\$ 42.32 (1)	10,361,373	D	
Common Stock	02/27/2006	S	3,046	D	\$ 42.33 (1)	10,358,327	D	
Common Stock	02/27/2006	S	1,150	D	\$ 42.34 (1)	10,357,177	D	
Common Stock	02/27/2006	S	15,359	D	\$ 42.35 (1)	10,341,818	D	
Common Stock	02/27/2006	S	2,525	D	\$ 42.36 (1)	10,339,293	D	
Common Stock	02/27/2006	S	3,617	D	\$ 42.37 (1)	10,335,676	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

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			Palmer West (3)
Common Stock	1,400,735	I	By 1980 Life Trust - Angela Paige West
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.

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

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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. Transact Code (Instr. 8)	5. tionNumber of Derivativ Securitie Acquirec (A) or Disposec of (D) (Instr. 3, 4, and 5)	s I	ate	Secur	ant of rlying	8. Price of Derivative Security (Instr. 5)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of		

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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 03/03/2006 (Attorney-in-fact)

**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 126,675 shares of SEI Investments

 (1) 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.
- (2) Mr. West disclaims beneficial ownership of the shares held by AP West Associates, L.P., except to the extent of his pecuniary interest therein.
- (3) 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.
 - 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
- (4) 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.
- (5) 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.

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.

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