FORM 5

Form 3 Holdings Reported.

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

Form 4 Transac	ctions Reported.		or Section 30(h) of the Investment Company Act of 1940		
	ame and Address of Reporting Person * DBINS KEVIN P		2. Issuer Name and Ticker or Trading Symbol SEI CORP [SEIC]	(Check all applicable)	on(s) to Issuer
(Last) ONE FREEDO	(First) DM VALLEY DRI	(Middle)	2. Issuer Name and Ticker or Trading Symbol SEI CORP [SEIC] 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12.(21/2002) 5. Relationship of Reporting Person(s) to (Check all applicable) Director Y Officer (give title	Other (specify below)	
(Street) OAKS (City)	PA (State)	19456 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	X Form filed by One Repo	orting 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,		4. Securities Acqui (Instr. 3, 4 and 5)	red (A) or	Disposed Of (D)	5. Amount of Securities	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial	
	(Month/Day/Tear)	(Month/Day/Year)	Code (Instr. 8)	Amount	(A) or (D)	Price	Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	(I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock							200,055.409(1)	D		
Common Stock							7,731.387(2)	I	By SEI 401 (K) Plan	

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	 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	n Derivative		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		of Derivative	9. Number of derivative Securities Beneficially Owned Following	Ownership Form: Direct (D)	Beneficial Ownership (Instr. 4)
				(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		

Explanation of Responses:

- 1. Includes 606.409 shares acquired under the SEI Stock Purchase Plan in 2003.
- 2. Includes 522.528 shares acquired through the SEI Stock Fund of the SEI 401 (K) Plan in 2003.

Remarks:

Michelle Vaughn (Attorney-in-

Fact)

** Signature of Reporting Person

Date

02/12/2004

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

- * 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).

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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