### FORM 5

Form 3 Holdings Reported.

# **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB	APP	RO	VΑ

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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). ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Form 4 Trans	actions Reported.		or Section 30(n) of the investment Company Act of 1940				
1. Name and Ad	Idress of Reporting Pers	son *	2. Issuer Name <b>and</b> Ticker or Trading Symbol SEI CORP [ SEIC ]	5. Relationship of Reporting Person (Check all applicable)  X Director  X Officer (give title below)  Executive Vice	,		
			3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)	X Director	10% Owner		
(Last)	(First)	(Middle)	12/31/2003	X	Other (specify below)		
ONE FREED	OOM VALLEY DR	VE		Executive Vice	ve Vice President		
(Street) OAKS	PA	19456	4. If Amendment, Date of Original Filed (Month/Day/Year)	X Form filed by One Repo	orting Person		
(City)	(State)	(Zip)					

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

1. Title of Security (Instr. 3)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acqui (Instr. 3, 4 and 5)	ired (A) or	Disposed Of (D)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial
			Amount	(A) or (D)	Price	at end of Issuer's Fiscal Year (Instr. 3 and 4)	(I) (Instr. 4)	Ownership (Instr. 4)
Common Stock						1,782,380	D	
Common Stock						37,400	I	Custodial FBO of the reporting person's children
Common Stock						35,000	I	By Wife
Common Stock						29,245.923(1)	I	Held in the 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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Beneficially Owned	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. No new transactions occurred in 2003. Holdings represent a reduction of 50.267 shares due to the fluctuation in the unit price of the SEI Stock Fund of the SEI 401 (K) Plan.

### Remarks:

Michelle Vaughn (Attorney-in-02/13/2004

\*\* Signature of Reporting Person

Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.