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 may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and A ROMEO	ddress of Reporting Per	son*	2. Issuer Name and Ticker or Trading Symbol <u>SEI CORP</u> [SEIC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/19/2004	X Director 10% Owner X Officer (give title Other (specify below) below)				
ONE FREEDOM VALLEY DRIVE (Street)		IVE		Executive Vice President				
(Street) OAKS	РА	19456	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(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. 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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	 Transaction(s) (Instr. 3 and 4) 		(Instr. 4)
Common Stock	07/19/2004		М		20,000	Α	\$11.458	1,802,380	D	
Common Stock	07/19/2004		S		5,000	D	\$30.5	1,797,380	D	
Common Stock	07/19/2004		S		5,000	D	\$30.65	1,792,380	D	
Common Stock	07/19/2004		S		8,100	D	\$30.7	1,784,280	D	
Common Stock	07/19/2004		S		1,900	D	\$30.71	1,782,380	D	
Common Stock								37,400	I	Custodial FBO the reporting person's children ⁽¹⁾
Common Stock					ĺ			35,000	I	By Wife
Common Stock								29,245.923	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 5 Number of 6. Date Exercisable and 8. Price of 9. Number of 11. Nature 3 Transaction 3A Deemed 7 Title and Amount of 10 Execution Date, Transaction Derivative Securities Underlying derivative Ownership of Indirect Derivative Date Expiration Date Derivative Conversion or Exercise Price of if any (Month/Day/Year) Security (Instr. 5) Securities Beneficially Form: Direct (D) Security (Instr. (Month/Day/Year) Code (Instr. Securities (Month/Day/Year) Derivative Security (Instr. Beneficial 3) 8) Acquired (A) 3 and 4) Ownership or Disposed of (D) (Instr. 3, 4 Owned Following or Indirect (I) (Instr. 4) Derivative (Instr. 4) Security Reported Transaction(s) and 5) Amount (Instr. 4) Number Date Expiration v (A) (D) Exercisable Date Title of Shares Code Stock Option Commor \$11.458 07/19/2004 20,000 24,500 D м 20,000 04/09/2005 04/09/2008 \$<mark>0</mark> (Right to Buy) Stock

Explanation of Responses:

1. The reporting person disclaims ownership of all securities held in custodianship for the benefit of his minor children and the report should 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.

Remarks:

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.

Sofia Rosala ** Signature of Reporting Person <u>07/20/2004</u> 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.

OMB APPROVAL