SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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 Address of Reporting Person [®] CIPRIANO JAMES			2. Date of Event Requiring Statement (Month/Day/Year) 02/29/2024		er Name and Ticker or Tra					
(Last) 1 FREEDOM	(First) (Middle) OM VALLEY DRIVE				tionship of Reporting Pers all applicable) Director Officer (give title below)	10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) OAKS (City)	PA (State)	19456 (Zip)			Executive Vice	e President		ridual or Joint/Group Filing (Check able Line) Form filed by One Reporting Person Form filed by More than One Reporting Person		
	(01010)		Table I - Non-Deriva	tive S	ecurities Beneficia	lly Owned				

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)				
Common Stock	17,297	D ⁽¹⁾					
Common Stock	10,768	I	By 401(k) Plan				

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form: Direct (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Indirect (I) (Instr. 5)	
Option to Purchase Common Stock	12/31/2017	12/09/2024	Common Stock	5,000	40.64	D	
Option to Purchase Common Stock	12/31/2021	12/09/2024	Common Stock	5,000	40.64	D	
Option to Purchase Common Stock	12/31/2017	12/08/2025	Common Stock	6,250	53.34	D	
Option to Purchase Common Stock	12/31/2018	12/08/2025	Common Stock	6,250	53.34	D	
Option to Purchase Common Stock	12/31/2017	12/13/2026	Common Stock	8,750	49.63	D	
Option to Purchase Common Stock	12/31/2019	12/13/2026	Common Stock	8,750	49.63	D	
Option to Purchase Common Stock	(2)	12/12/2027	Common Stock	15,000	71.12	D	
Option to Purchase Common Stock	(3)	12/11/2028	Common Stock	17,000	48.47	D	
Option to Purchase Common Stock	(3)	12/09/2029	Common Stock	20,000	64.43	D	
Option to Purchase Common Stock	(4)	12/08/2030	Common Stock	35,000	56.54	D	
Option to Purchase Common Stock	(5)	12/10/2031	Common Stock	45,000	60.46	D	
Option to Purchase Common Stock	(6)	12/05/2032	Common Stock	13,500	61.81	D	
Option to Purchase Common Stock	(7)	12/15/2033	Common Stock	25,000	62	D	

Explanation of Responses:

1. Includes (i) 5,300 restricted stock units subject to vesting, received as employment compensation and (ii) 1,997 shares purchased through the issuer's Employee Stock Purchase Plan.

2. (a) Vested as to 50% of the shares on December 31, 2021; and (b) will vest as to 100% of the shares on the year in which the Company has adjusted earnings per share or EPS of \$5.50 or more.

3. (a) Vested as to 50% of the shares on December 31, 2021; and (b) will vest as to 100% of the shares on December 31 of the year in which the Company has adjusted earnings per share or EPS of \$6.00 or more.

4. (a) Vested as to 50% of the shares on December 31, 2022; and (b) will vest as to 100% of the shares on the later of December 31 of the year in which the Company has adjusted earnings per share or EPS of \$5.35 or more, or December 31, 2024.

5. Vest (a) as to 50% of the shares on the later of December 31 of the year in which the Company has adjusted earnings per share or EPS of \$5.75 or more, or December 31, 2023; and (b) as to 100% of the shares on the later of December 31 of the year in which the Company has adjusted earnings per share or EPS of \$7.00 or more, or December 31, 2025.

6. Vest (a) as to 50% of the shares on the later of December 31 of the year in which the Company has adjusted earnings per share or EPS of \$5.00 or more, or December 31, 2024; and (b) as to 100% of the shares on the later of December 31 of the year in which the Company has adjusted earnings per share or EPS of \$6.25 or more, or December 31, 2026.

7. Vest (a) as to 50% of the shares on the later of December 31 of the year in which the Company has adjusted earnings per share or EPS of \$5.25 or more, or December 31, 2025; and (b) as to 100% of the shares on December 31 of the year in which the Company has adjusted earnings per share or EPS of \$7.10 or more, or December 31, 2027.

Remarks:

<u>/s/ James Cipriano, by Diane</u> <u>Gallagher, attorney in fact</u> ** Signature of Reporting Person

03/28/2024

son 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 5 (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.

POWER OF ATTORNEY

Known all by these presents that the undersigned hereby constitutes and appoints each of Michael Peterson, John Munch, Lindsay Barci, Diane Gallagher, Bridget Garvey and Venita Knight, signing singly, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of SEI Investments Company (the "Company"), the Uniform Application for Access Codes to file on EDGAR (the "Form ID"), Forms 3, 4, and 5 (such forms, together with the Form ID, the "Forms") in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, and in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact, or at such time as any of the foregoing attorneys-in-fact cease to be employees of SEI Investments Company, this Power of Attorney shall no longer be in effect with respect to that former employee.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed on this day March 15, 2024.

/s/ James Cipriano

JAMES CIPRIANO

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