LIEB RICHARD

Form 4

December 16, 2004

FORM 4

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

OMB APPROVAL

Check this box if no longer

Washington, D.C. 20549

Number: 3235-0287

subject to Section 16. Form 4 or STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Person

Expires: January 31, 2005 Estimated average

Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * LIEB RICHARD | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | |
|--|----------|----------|--|---|--|--|
| (Last) (First) (Middle) ONE FREEDOM VALLEY DRIVE | | | SEI INVESTMENTS CO [SEIC] | (Check all applicable) | | |
| | | (Middle) | 3. Date of Earliest Transaction | | | |
| | | EY DRIVE | (Month/Day/Year) 12/14/2004 | X Director 10% Owner Officer (give title below) Other (specify below) | | |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| OAKC DA 1 | 0456 | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | |

| OAKS, PA 19450 | JANS, | , PA | 19 | 43 | C |
|----------------|-------|------|----|----|---|
|----------------|-------|------|----|----|---|

| (City) | (State) (Z | Zip) Table | e I - Non-D | erivative Securities Ac | equired, Disposed | of, or Beneficia | lly Owned |
|--------------------------------------|---|---|--|--|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | 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) |
| Common Stock | 12/14/2004 | | G V | \$0 | 448,000 | D | |
| Common Stock | | | | | 75,000 | I | By the Richard B. Lieb Two Year Annuity Trust (2) |
| Common Stock | | | | | 45,000 | I | By the Richard B. Lieb Four Year |

Annuity Trust (2)

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

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 control number.

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) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisab Expiration Date (Month/Day/Year | | 7. Title and A Underlying S (Instr. 3 and A | Securities |
|---|---|---|---|--|---|--------------------|---|--|
| | | | Code V | (Instr. 3, 4, and 5) (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 43.09 | 12/14/2004 | A | 4,000 | 12/14/2011(3) | 12/14/2014 | Common Stock | 4,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| supplied to the supplied to th | Director | 10% Owner | Officer | Other | | | |
| LIEB RICHARD | | | | | | | |
| ONE FREEDOM VALLEY DRIVE | X | | | | | | |
| OAKS, PA 19456 | | | | | | | |

Signatures

Jill B. Geisenheimer (Attorney-in-fact)

12/16/2004 Date

**Signature of Reporting Person

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).
- (1) Not applicable Gift Transfer

(2)

Reporting Owners 2

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The Richard B. Lieb Two Year Annuity Trust and The Richard B. Lieb Four Year Annuity Trust are Grantor Retained Annuity Trusts (GRATs).

(3) 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.

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.