Instruction 1(b)

## FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

OMB APPROVAL									
OMB Number:	3235-0362								
Estimated average burden									
hours per response:	1.0								

Holdings Repo																
Transactions R	eported.	FII6	ed pursuant to or Section													
1. Name and Address of Reporting Person*  ZIMMER KEN				2. Issuer Name and Ticker or Trading Symbol SEI CORP [ SEIC ]						(Check all applicable)  Director				10%	Owner	
(Last) (First) (Middle) ONE FREEDOM VALLEY DRIVE				3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2003					//Year)	X Officer (give title Other (specify below)  Senior Vice President						
			4. If Amendment, Date of Original Filed (Month/Day/Year)						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	e I - Non-Deriv	ative Sec	uritie	s Ac	quire	ed, Dis	sposed	of, o	Benefic	ially O	wne	ed			
Da			Execution Date,		Transa Code (I		4. Securities Acquired (A) or Dispos Of (D) (Instr. 3, 4 and 5)		) or Disposed	Securit Benefic		s Illy	6. Ownership Form: Direct		7. Nature of Indirect Beneficial Ownership	
					9,		Amount (A)		(A) or (D)	Price	Iss	Issuer's Fiscal Year (Instr. 3 and		Ìndir	ect (I)	Instr. 4)
Common Stock											586,921.25(1)		21.25(1)		D	
	Та											ned		,		
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of Deriv Secul Acqu (A) or Dispo of (D) (Instr. and 5	rative rities iired r osed ) : 3, 4	Expir (Mon	ration Da th/Day/Y	tte (ear)	Amount of Securities Underlying Derivative Security (Instrand 4)  Amou or Numb of		Derivative Security Security (Instr. 5) Beneficial Owned Followin Reported		derivative Securities Beneficial Owned Following Reported Transaction	ly	Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
	ER KEN  (First EEDOM VA)  PA  (State Conversion of Exercise Price of Derivative	ER KEN  (First) (I  EEDOM VALLEY DRIVE  PA 1  (State) (3  Table ecurity (Instr. 3)  Stock  Table ecurity (Instr. 3)  Stock  Table ecurity (Instr. 3)	(First) (Middle)  EEDOM VALLEY DRIVE  PA 19456  (State) (Zip)  Table I - Non-Derive (Month/Day/Year)  Stock  Table II - Derivat (e.g., ptoperate of Derivative (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle)  EEDOM VALLEY DRIVE  3. Stateme 12/31/20  4. If Amen  PA 19456  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  Stock  Table II - Derivative Security (e.g., puts, calls, (Month/Day/Year) Date (Month/Day/Year)  Conversion or Exercise Price of Derivative Security (Month/Day/Year)  2. Conversion Oate (Month/Day/Year)  A. Transaction Code (Instr. 8)	(First) (Middle)  EEDOM VALLEY DRIVE  Table I - Non-Derivative Securities (Month/Day/Year)  Stock  Table II - Derivative Securities (e.g., puts, calls, warr  (Month/Day/Year)  3. Statement for 12/31/2003  4. If Amendment  2A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities (e.g., puts, calls, warr  2. Conversion or Exercise Price of Derivative Security (Month/Day/Year)  3. Statement for 12/31/2003  4. If Amendment Securities (Execution Date, if any (Month/Day/Year) (Month/Day/Year)	SEI CORP [ SEI  (First) (Middle)  EEDOM VALLEY DRIVE  PA 19456  (State) (Zip)  Table I - Non-Derivative Securities Acterity (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  2. Conversion or Exercise Price of Derivative Security  Stock  3. Statement for Issuer's 12/31/2003  4. If Amendment, Date of Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, and solve the security (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle)  EEDOM VALLEY DRIVE  Table I - Non-Derivative Securities Acquired (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option or Exercise Price of Derivative Security  Stock  Table III - Derivative Securities Acquired (e.g., puts, calls, warrants, option or Exercise Price of Derivative Security  Stock  Stock  Table III - Derivative Securities Acquired (e.g., puts, calls, warrants, option of Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  SEI CORP [ SEIC ]  3. Statement for Issuer's Fiscal 12/31/2003  4. If Amendment, Date of Original Execution Date, if any (Month/Day/Year)  Transaction Code (Instr. 8)  Stock  Stock  Stock  January (Month/Day/Year)  A. Transaction Code (Instr. 8)  Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date  Date	(First) (Middle)  EEDOM VALLEY DRIVE  19456  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Dispate (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Dispate (e.g., puts, calls, warrants, options, compared to perivative Security  3. Statement for Issuer's Fiscal Year End (12/31/2003)  4. If Amendment, Date of Original File (12/31/2003)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Honth/Day/Year)  (Month/Day/Year)  3. Transaction Code (Instr. 8)  4. Securities Acquired, Dispate (e.g., puts, calls, warrants, options, code (Instr. 8)  2. Transaction Date (Honth/Day/Year)  (Month/Day/Year)  3. Transaction Date (Honth/Day/Year)  (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Month/Day/Year)  Date Date	SEI CORP [ SEIC ]  (First) (Middle)  EEDOM VALLEY DRIVE  3. Statement for Issuer's Fiscal Year Ended (Mo 12/31/2003  4. If Amendment, Date of Original Filed (Month/l/201/201)  Table I - Non-Derivative Securities Acquired, Disposed Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  PA  2. Transaction Date (Month/Day/Year)  PA  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting tary (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting tary (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting tary (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting tary (Month/Day/Year)  Stock  Date Exercisable and Expiration Date (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date Expiration Date (Month/Day/Year)	SEI CORP [ SEIC ]  (First) (Middle)  EEDOM VALLEY DRIVE  A 19456  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Executive (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Execution Date, (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Execution Date, (Month/Day/Year)  (A) or (D) (Instr. 3, 4 and 5)  (A) or (D) (Instr. 3, 4 and 5)  (A) or Date (Month/Day/Year)  (Month/Day/Year)	SEI CORP [ SEIC ]   Salar   Securities   S	SEI CORP   SEIC	SEI CORP [ SEIC ]  3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  PA 19456  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  PA 19456  (State) (Zip)  Table II - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  PA 19456  (State) (Zip)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  PA 19456  (State) (Zip)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  PA 19456  (State) (Zip)  A. Securities Acquired (A) or Disposed Securities Beneficially Owned (Paramaction Code (Instr. 8)  Price of Derivative Securities Acquired, Disposed of, or Beneficially Owned (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code (Instr. 8)  Stock  Table II - Derivative Securities Acquired (Paramaction Code	SEI CORP   SEIC   SEIC   SEIC   C(Check all applicable)   Director   X Officer (give title below)   Senior V	Check all applicable   Director   X Officer (give title below)   Senior Vice   P	SEI CORP [ SEIC ]  SEI CORP [ SEIC ]  SEI CORP [ SEIC ]  (Check all applicable) Director 10% X Officer (give title below) Senior Vice President  Senior Vice President  4. If Amendment, Date of Original Filed (Month/Day/Year)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned at end of Issuer's Fiscal Year Ended (Month/Day/Year)  (A) or Conversion Conversion Date (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Month/Day/Year) (Mo

## **Explanation of Responses:**

1. Includes 722.25 shares acquired under the SEI Stock Purchase Plan in 2003.

## Remarks:

Michelle Vaughn ( Attorney-in- 02/12/2004 Fact)

\*\* 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.