

| OMB APPROVAL                                 |           |
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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*<br><u>GUARINO CARL</u><br><br>(Last) (First) (Middle)<br><u>ONE FREEDOM VALLEY DRIVE</u><br><br>(Street)<br><u>OAKS PA 19456</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>SEI INVESTMENTS CO [ SEIC ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Executive Vice President</u> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>04/25/2006</u>             |   |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |   |

**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 Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4)                               |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------------------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price              |   |  |   |
| Common Stock                    | 03/02/2006                           |  | G                              | V | 20,000  | D          | \$0 <sup>(1)</sup> | 218,937.9455 <sup>(2)</sup>   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |                    | 800   | I  | For the benefit of the minor children <sup>(3)</sup>                                |
| Common Stock                    |                                      |  |                                |   |   |            |                    | 50,328  | I  | By the Carl and Alice Guarino 2004 Irrevocable Trust for Descendants <sup>(4)</sup> |
| Common Stock                    |                                      |  |                                |   |   |            |                    | 173,963   | I  | By the Carl A. Guarino 2004 Grantor Retained Annuity Trust                          |
| Common Stock                    | 04/25/2006                           |  | M                              |   | 90,000  | A          | \$7                | 308,937.9455  | D  |   |

**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) | 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) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                           | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|---------------------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date           |   |  |  |   |  | Title |
| Common Stock                               | \$7  | 04/25/2006                           |  | M                              |   | 90,000   |     | 12/08/2004   | 05/01/2006 <sup>(5)</sup> | Common Stock  | 90,000                                     | \$7  | 0   | D  |       |

**Explanation of Responses:**

- Not applicable - Gift Transfer
- No transactions occurred in 2005. Holdings represent an increase of 2.28 shares due to dividend reinvestment in the Employee Stock Purchase Plan.
- 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 owner of such securities for Section 16 or for any other purpose.
- The Carl & Alice Guarino 2004 Irrevocable Trust for Descendants (the "2004 Family Trust") was established in December 2004 for the benefit of Mr. Guarino's children and Mr. Guarino's sister-in-law is the Trustee. The holdings reflect the transfer of 50,328 shares from Mr. Guarino's direct holdings to the 2004 Family Trust.
- 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 options were set to expire on the ten year anniversary of the date of the grant. However, upon Mr. Guarino's resignation from his position as an Executive Vice President of SEI Investments Company effective March 31, 2006, all of his options immediately vested and will expire 30 days from the date of his resignation.

**Remarks:**

Ruth A. Montgomery  
(Attorney-in-fact)

04/27/2006

\*\* 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.**