FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

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*  MCCARTHY KATHRYN						2. Issuer Name and Ticker or Trading Symbol SEI CORP [ SEIC ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					
(Last)			3. Date of Earliest Transaction (Month/Day/Year) 08/27/2003										Officer (give title below)			Other (specify below)				
ONE FREEDOM VALLEY DRIVE  (Street) OAKS PA 19456  (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year) 10/27/2003									6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Tabl	e I - Nor	ı-Deriv	ative	Se	curitie	s Ac	quired,	Dis	posed c	f, or	Bene	efici	ally C	)wne	ed			
Date					ate Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Disposed Code (Instr. 5)		ities Acquired (A) d Of (D) (Instr. 3,			4 and Securi Benefi Owned		cially I Following	Form:	nership Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership
										v	Amount	() ()	A) or O)	Price	, l	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock																600(1)			D	
		Та	ıble II - C								sed of, onvertib				y Ow	ned				
1. Title of Derivative Security (Instr. 3)	erivative Conversion Date Execution Date, ecurity or Exercise (Month/Day/Year) if any			Date,	4. Transaction Code (Instr. 8)		of Deriving Security (A) of Disposor (D) (Insti	of I		5. Date Exercisable and Expiration Date Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)			ce of ative rity . 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ov Fo Di or (I)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or	nber						

## Explanation of Responses:

1. The Form 4 filings for a gift transfer of 225 shares of SEI Stock was inadvertently filed under Kathryn McCarthy's CIK number. This Form 4 filing corrects Mr. McCarthy's holding to be 600 shares of SEI Stock. The gift transfer of 225 shares of SEI Stock was actually made by Wayne Withrow not Ms. McCarthy and is now reflected on Mr. Withrow's Form 4 filings dated October 27, 2003.

## Remarks:

MIchelle Vaughn (Attorney-in-

10/28/2003

Fact)

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.