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**

ANNUAL STATEMENT OF CHANGES IN BENEFICIA
OWNEDCHID

OMB APPROVAL											
OMB Number: 3235-											
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Form 3	Holdings Repo	rted.												iis pei	response.	1.0
_	Transactions R		File	ed pursuant to or Section					ities Excha ompany Ad							
Name and Address of Reporting Person*     LOUGHLIN EDWARD				2. Issuer Name and Ticker or Trading Symbol SEI CORP [ SEIC ]							5. Relationship of Report (Check all applicable) Director			10% Owne		
(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)  Executive Vice President				
(Street) OAKS PA 19456				4. If Amen	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				
(Oity)	(City) (State) (Zip)  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 3 Execution Date, If any C		3. Transaction Code (Instr. 8)  4. Securities Acquir Of (D) (Instr. 3, 4 and		ired (A)		5. Amount of Securities Beneficially Owned at end of		6. Ownership Form: Direct (D) or		7. Nature of Indirect Beneficial Ownership			
				(	onin Buyrreary			Amoun		(A) or (D)	Price	Issuer	Issuer's Fiscal Ir Year (Instr. 3 and (I		rect (I) r. 4)	(Instr. 4)
Common Stock												581,	142.283(1)		D	
Common Stock												1,5	32.757 <sup>(2)</sup>		I	By the SEI 401 (K) Plan
	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)	of Deriv Secu Acqu (A) o Disp of (D	or osed o) r. 3, 4	Expii (Mon	ration Da nth/Day/Y	tion Date Amou Secur Under Derive Secur and 4)		erlying vative urity (Instr. 3 4)  Amount or Number of	8. Price of Derivativ Security (Instr. 5)		e S Illy	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership ct (Instr. 4)

## **Explanation of Responses:**

- 1. Includes 557.7634 shares acquired under the SEI Stock Purchase Plan in 2003.
- 2. Includes 726.407 shares acquired in the SEI Stock Fund of the 401 (K) 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.

- $^{\star}$  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.