SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* **LIEB RICHARD** (Last) (First) (Middle) **ONE FREEDOM VALLEY DRIVE** (Street) **OAKS** **PA** **19456** (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol **SEI INVESTMENTS CO** [SEIC] 3. Date of Earliest Transaction (Month/Day/Year) 05/11/2006 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director ___ 10% Owner ___ Officer (give title below) ___ Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person ___ Form filed by More than One Reporting Person

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	05/11/2006		S		107	D	$45.63	473,898	D	
Common Stock	05/11/2006		S		293	D	$45.74	473,605	D	
Common Stock	05/11/2006		S		2,600	D	$45.75	471,005	D	
Common Stock	05/11/2006		S		100	D	$45.83	470,905	D	
Common Stock	05/11/2006		S		100	D	$45.84	470,805	D	
Common Stock	05/11/2006		S		900	D	$45.85	469,905	D	
Common Stock	05/11/2006		S		900	D	$45.86	469,005	D	
Common Stock	05/11/2006		G	V	5,000	D	$0[1]	464,005	D	
Common Stock								38,146	I	By the Richard B. Lieb Two Year Annuity Trust[2]
Common Stock								33,349	I	By the Richard B. Lieb Four Year Annuity Trust[2]

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	Amount or Number of Shares				

Explanation of Responses:

1. Not applicable - Gift Transfer

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

Remarks:

Ruth A. Montgomery (Attorney-in-fact)   05/12/2006

** Signature of Reporting Person   Date