FORM 4

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

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     WITHROW WAYNE  |   |  |   |         |                                  |   | 2. Issuer Name and Ticker or Trading Symbol SEI INVESTMENTS CO [ SEIC ] |         |     |                                  |      |   |                        |  |  |                             | tionship of Reporting F<br>all applicable)<br>Director                                    |   |   | 10% Ov   | wner   |
|--|---|--|---|---------|----------------------------------|---|---|---------|-----|----------------------------------|------|---|------------------------|--|--|-----------------------------|---|---|---|--|--|
| (Last) ONE FR  | ast) (First) (Middle) NE FREEDOM VALLEY DRIVE                         |  |   |         |                                  | 3. Date of Earliest Transaction (Month/Day/Year) 09/18/2008 |   |         |     |                                  |      |   |                        |  |  |                             | Officer (give title below)  Executive Vice  |   |   | Other (s<br>below)<br>President  | specify  |
| (Street) OAKS PA 19456                                   |   |  |   |         | 4. 1                             | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |   |         |     |                                  |      |   |                        |  |  | e)<br><mark>X</mark> F<br>F | Form filed by More than One Reporting  Form form filed by More than One Reporting  Person |   |   |  |  |
| (City) (State) (Zip)                                     |   |  |   |         |                                  |   |   |         |     |                                  |      |   |                        |  |  |                             |   |   |   |  |  |
|  |   | Tab  | le I - Nor  | ı-Deriv | /ativ                            | e Se  | curi  | ties Ac | qu  | ired, [                          | Disp | osed o  | f, or                  | Ben  | eficial                                | y Ov                        | vned  |   |   |  |  |
| 1. Title of Security (Instr. 3)  2. Transa Date (Month/D |   |  |   |         |                                  |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)             |         |     | Transaction I                    |      | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3, 5) |                        |  |  | 4 and Securitie<br>Benefici |   | s<br>ally<br>ollowing   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)  |
|  |   |  |   |         |                                  |   |   |         |     | Code                             | v    | Amount  |                        | (A) or<br>(D)  | Price                                  | Tr                          | Transaction(s)<br>(Instr. 3 and 4)  |   |   |  | (  |
| Common Stock 09/18/                                      |   |  |   |         |                                  | 2008  |   |         |     | М                                |      | 20,00   | 20,000                 |  | \$7.4                                  | 8 124                       |   | ,852  |   | D  |  |
|  |   | -  | Table II - I                                      |         |                                  |   |   |         |     |                                  |      | sed of,<br>onvertil   |                        |  |  | Owr                         | ned   |   |   |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)      | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution I<br>if any<br>(Month/Day | Date,   | 4.<br>Transact<br>Code (In<br>8) |   | of  |         | Exp | Date Exe<br>piration<br>onth/Day | Date |   | of Se<br>Unde<br>Deriv | 7. Title and Amoun<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | Deriv<br>Secu               | Price of<br>rivative<br>curity<br>str. 5)   | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | y Di<br>or<br>(I)   | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |  |   |         | Code                             | de V  |   | (D)     | Dat | te<br>ercisable                  |      | xpiration<br>ate  | Title                  |  | Amount<br>or<br>Number<br>of<br>Shares |                             |   |   |   |  |  |
| Stock<br>Option<br>(right to<br>buy)                     | \$7.48  | 09/18/2008                                 |   |         | M                                |   |   | 20,000  | 12  | 2/16/2006                        | 5 1: | 2/16/2008   | Com                    |  | 20,000                                 | \$                          | 0   | 40,000  | )   | D  |  |

**Explanation of Responses:** 

Remarks:

Ruth Montgomery (attorney in

\*\* Signature of Reporting Person

Date

09/22/2008

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.