

SEI INVESTMENTS CO
Form 4
December 28, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WEST ALFRED P JR

(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)
12/23/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock | 12/23/2009 | | J ⁽¹⁾ | V | 6,750,888 A \$ 0 | 16,760,896 ⁽²⁾ | D |
| Common Stock | 12/23/2009 | | J ⁽¹⁾ | | 80,495 A \$ 0 | 128,495 ⁽³⁾ | I Held by Wife |
| Common Stock | 12/23/2009 | | J ⁽¹⁾ | | 9,075,000 D \$ 0 0 | I | Held by AP West Associates ⁽⁴⁾ |
| Common Stock | | | | | 471,416 | I | Held by the 1980 Minority Trust - |

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| | | | | | | |
|--------------|--|--|--|-----------|---|---|
| Common Stock | | | | 2,796,000 | I | Alfred P. West III ⁽⁵⁾ Held by Life Trust - Alfred P. West III ⁽⁵⁾ |
| Common Stock | | | | 2,810,590 | I | Held by the 1980 Life Trust - Andrew Palmer West ⁽⁵⁾ |
| Common Stock | | | | 2,801,470 | I | Held by the 1980 Life Trust - Angela Paige West |
| Common Stock | | | | 64,400 | I | Held by the West Senior Securities Fund, L.P. ⁽⁶⁾ |
| Common Stock | | | | 4,376 | I | Held by the Residuary Trust ⁽⁷⁾ |
| Common Stock | | | | 64,394 | I | Held by the Marital Trust (GST Exempt) ⁽⁸⁾ |
| Common Stock | | | | 64,754 | I | Held by the Trust (Non-GST Exempt) ⁽⁸⁾ |

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

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 control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. Nu Deriv Secur |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|-------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|-------------------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Securities (Instr. 3 and 4) | (Instr. 5) | Bene- ficial Own- er Follo- wing Repo- sition Trans- fer (Instr. | |
|------------|------------------------------------|------------------|------------|---|--------------------------------|--------------------|--|--|
| | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WEST ALFRED P JR ONE FREEDOM VALLEY DRIVE OAKS, PA 19456 | X | X | | |

Signatures

Ruth Montgomery (Attorney
in Fact) 12/28/2009

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Pro rata liquidating distribution from AP West Associates, L.P. ("West L.P."), of which the reporting person was both general partner and a limited partner and of which the reporting person's wife was a limited partner.
Includes 675,088 shares received as a pro rata liquidating distribution from West L.P., 160,990 of which are attributable to the reporting person's general partnership and 514,098 of which are attributable to the reporting person's limited partnership interest in West L.P. In prior reports, the reporting person reported beneficial ownership of 9,075,000 shares held by West L.P., which represented 100% of the shares held by West L.P.
 - (2) Includes 80,495 shares received as a liquidating distribution from West L.P.
West L.P. was liquidated on December 23, 2009 and the shares held by the West L.P. were distributed pro rata to its general partner and limited partners. Mr. West disclaimed and continues to disclaim, beneficial ownership of the shares held by West L.P., except to the extent of his pecuniary interest therein.
 - (3) These shares are held in trusts for the benefit of Mr. West's children. Mr. West's wife is the trustee or a co-trustee of these trust. Mr. West disclaims beneficial ownership of the shares held in these trusts.
 - (4) West Senior Securities Fund, L.P. is a limited partnership in which the Residuary Trust, of which Mr. West is trustee, holds a 1% general partnership interest and a 9.5% limited partnership interest. Mr. West disclaims beneficial ownership of the shares held by West Senior Securities Fund, L.P., except to the extent of his pecuniary interest therein.
 - (5) The trust that holds these shares (the "Residuary Trust") is for the benefit of Mr. West's mother and certain descendants of Mr. West's father. The Residuary Trust was created upon the death of Mr. West's father under the terms of an existing trust that Mr. West's father had established prior to his death. In connection with the establishment of the Residuary Trust, Mr. West became the trustee of the Residuary Trust in September 2002. Mr. West disclaims beneficial ownership of the shares held by the Residuary Trust, except to the extent of his pecuniary interest therein.

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(8) Mr. West is the trustee of the Marital Trusts (GST and non-GST exempt), which holds shares for the benefit of Mr. West's mother.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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