

SEI INVESTMENTS CO

Form 4/A

August 12, 2015

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 *
WITROW WAYNE

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
SEI INVESTMENTS CO [SEIC]

3. Date of Earliest Transaction
(Month/Day/Year)
08/05/2015

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

EXECUTIVE VICE PRESIDENT

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
08/07/2015

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 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 or Price		
STOCK OPTION (RIGHT TO PURCHASE)	08/05/2015		M		5,400 A \$ 19.28	38,979	D
COMMON STOCK	08/05/2015		S		5,400 D \$ 54.76	33,579	D
STOCK OPTION (RIGHT TO PURCHASE)	08/10/2015		M		4,600 A \$ 19.28	38,179	D
	08/10/2015		S		4,600 D	33,579	D

COMMON STOCK \$ 55.23

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. SEC 1474 (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 (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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
STOCK OPTION (RIGHT TO PURCHASE)	\$ 19.28 ⁽¹⁾	08/05/2015		M	5,400	12/31/2007 12/14/2015		12/31/2007	12/14/2015	COMMON STOCK
STOCK OPTION (RIGHT TO PURCHASE)	\$ 19.28	08/10/2015		M	4,600	12/31/2007 12/14/2015		12/31/2007	12/14/2015	STOCK OPTION (RIGHT TO PURCHASE)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WITHROW WAYNE				EXECUTIVE VICE PRESIDENT

Signatures

RUTH MONTGOMERY (ATTORNEY IN FACT) 08/12/2015

**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) THIS TRANSACTION WAS ORIGINALLY FILED AS A STRAIGHT SALE OF 5,4000 SHARES. MR. WITHROW EXERCISED 5,400 SHARES OUT OF HIS 12/14/2005 GRANT AND THEN SOLD THE SHARES.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.