SEITEL INC Form 5

February 12, 2002

Form 5 UNITED STATES SECURITIES AND OMB

EXCHANGE COMMISSION APPROVAL

Check box if Weshington DC 20540 OMB Number

__ Check box if Washington, DC 20549 OMB Number: no longer subject 3235-0362 to Expires: October

Section 16. ANNUAL STATEMENT OF CHANGES 31, 2001
Form 4 or Form 5 BENEFICIAL OWNERSHIP Estimated obligations average burden may continue.

See Instruction response...1.0

1(b). Filed pursuant to Section 16(a) of the

Securities Exchange Act of 1934, Section

Form 3 Holdings 17(a) of the Public Utility Holding
Company Act of 1935 or Section 30(f) of

the Investment Company Act of 1940

__ Form 4
Transactions Reported

1. Name and Address of Reporting Person* Stieglitz, John E.	2. Issuer Name and Seitel, Inc. SEI	l Tickler or Tra	ading Symbol	6. Relationshito Issuer X Director	ip of Reporting Po (Check all app	
(Last) (First) (Middle) 50 Briar Hollow Lane, 7th Floor West	3. I.R.S. Identificat of Reporting Person (Voluntary)		4. Statement for Month/Year 12/01	10% Owner Officer (give title below)	Other (speci	fy below)
(Street) Houston, Texas 77027 (City) (State) (Zip)			5. If Amendment, Date of Original (Month/Year)	(check of the character) (check of the charact	or Joint/Group R applicable line) by One Reporting Pers by More than One Rep	son
	Table I - Non-Deriv	vative Securitie	es Acquired, Disposed	d of, or Benefic	ially Owned	
1. Title of Security	2.Transaction Date	3.Transaction Code	4.Securities Acquired (A) or		6.Ownership 7.N Form: Direct Inc	

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(Instr. 3)	(Month/Day/Year)	(Instr. 8)	Dispose (Instr. 3, Amount	4 and	5)	Beneficially Owned at the end of Issuer's Fiscal Year (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
Common Stock, par value \$.01						9,085	D	

^{*} If the form is filed by more than one reporting person, see instruction 4(b)(v).

			Table I			Securities Ac	•	•		•	
1.Title of Derivative Security (Instr. 3)	2.Conversion or Exercise Price of Derivative Security	action Date	4.Transaction Code (Instr. 8)	5.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7.Title and Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5) B	9.Nu De Sec Bene Ov End of (In		
				(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Options-Right to Buy	\$18.26	6/5/01	A	2,000		6/5/02	6/5/06	Common Stock	2,000		
Options-Right to Buy	\$11.00	8/31/01	A	11,250		8/31/02	8/31/11	Common Stock	11,250		76,2

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Explanation of Responses:

John E. Stieglitz		2/12/02
by: /s/ Marcia H. Kendrick		
**Signature of Reporting Person	Date	

** 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 provided is insufficient, *see* Instruction 6 for procedure.