

SEITEL INC  
 Form 5  
 February 12, 2002

UNITED STATES SECURITIES AND  
 EXCHANGE COMMISSION  
 Washington, DC 20549

OMB  
 APPROVAL  
 OMB Number:  
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**Form 5**

Check box if  
 no longer subject to  
 Section 16.  
 Form 4 or Form 5  
 obligations

ANNUAL STATEMENT OF CHANGES  
 BENEFICIAL OWNERSHIP

may continue. Filed pursuant to Section 16(a) of the  
*See Instruction* Securities Exchange Act of 1934, Section  
 1(b). 17(a) of the Public Utility Holding  
 Company Act of 1935 or Section 30(f) of  
 the Investment Company Act of 1940

Form 3 Holdings  
 Reported

Form 4  
 Transactions Reported

1. Name and Address of Reporting Person*  Fiur, Kevin S.	2. Issuer Name <b>and</b> Ticker or Trading Symbol  <b>Seitel, Inc. SEI</b>		6. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  <input type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <u>Chief Operating Officer</u>
(Last) (First) (Middle)  50 Briar Hollow Lane, 7 <sup>th</sup> Floor West	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year  12/01	(continued from above)
(Street)  Houston, Texas 77027		5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Reporting  (check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person
(City) (State) (Zip)			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned			

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1. Title of Security (Instr. 3)	2. Transaction Date (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 at the end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)	Price			

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

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)	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 Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Options-Right to Buy	\$11.00	8/31/01	A	200,000		8/31/04	8/31/11	Common Stock	200,000		3


Explanation of Responses:

/s/ Kevin S. Fiur

2/12/02

\*\*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.