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COMEAUX CRAIG S

Form 3

Form 3 June 24, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
OMB Number: 3235-0104
Expires: October 31, 2001
Estimated average burden
hours per response...0.5

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(f) of the Investment Company Act of 1940

(Print or Type Responses)

I	1				
Statement	g 4. Issuer Name and Tickler or Trading Symbol				
(Month/Day/Year)	Seitel.	Inc.	SEI		
	301001,		521		
6/24/02					
I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	lssuer .	, ,	6. If Amendment, Date of Original (Month/Day/Year)		
	Director Owner	10%			
	<u>x</u> Officer (give tit (specify below)	le below) Other	7. Individual or Joint/Group Filing (Check Applicable Line)		
	General Co	<u>ounsel</u>	x_Form filed by One Reporting PersonForm filed by More than One		
Table I. New Davise	tiva Caavuitiaa Dau	afiaially Owned	Reporting Person		
			Nature of Indirect Beneficial		
		Direct (D) or Indirect (I)	Ownership (Instr. 5)		
0					
	Statement (Month/Day/Year) 6/24/02 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) Table I - Non-Deriva 2. Amount of Securities Ber (Instr. 4)	Statement (Month/Day/Year) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) Director Owner X Officer (give tit (specify below) General Co Table I - Non-Derivative Securities Beneficially Owned (Instr. 4)	Statement (Month/Day/Year) Seitel, Inc. 6/24/02 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ———————————————————————————————————		

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of	2. Date Exercisable and		3. Title and Amount of Securities		4. Conversion	5. Ownership	Nature of Indirect		
Derivative Security	Expiration Date (Month/Day/Year)		Underlying Derivative Security (Instr. 4)			Form of Derivative	Beneficial Ownership (Instr. 5)		
(Instr. 4)	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Securities: Direct (D) or			

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				Shares		Indirect (I) (Instr. 5)	
Options - Right to Buy	(1)	2/1/11	Common Stock	50,000	\$17.11	D	
Options - Right to Buy	(2)	8/31/11	Common Stock	15,000	\$11.00	D	
Options - Right to Buy	(3)	5/8/12	Common Stock	50,000	\$4.73	D	

- (1) Options vest 1/3 on each of the first 3 anniversary dates from date of grant with 100% vested on 2/1/04.
- (2) Options vest 1/3 on each of the first 3 anniversary dates from date of grant with 100% vested on 8/31/04.
- (3) Options vest 50% on date of grant of 5/8/02 and remaining 50% on 5/8/03.

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

by Marcia H. Kendrick

**Signature of Reporting

Person

6/24/02

Date

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

^{*} If the form is filed by more than one reporting person, see Instruction 5(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).