SEITEL INC Form 5

February 12, 2002

Form 5 UNITED STATES SECURITIES AND OMB EXCHANGE COMMISSION APPROVAL

__ 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 hours per 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*	2. Issuer Name and Seitel, Inc. SEI	l Tickler or Tra	ading Symbol	6. Relationship of Reporting Person(s to Issuer (Check all applicable X Director				
Herbert M. (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 (s	pecify below)		
(Street) Houston, Texas 77027 (City) (State) (Zip)			5. If Amendment, Date of Original (Month/Year)	(check <u>X</u> Form Filed b Form Filed b Person	or Joint/Grou applicable line) by One Reporting by More than One	Person		
1. Title of	Table I - Non-Deriv		es Acquired, Disposed		1	7 Noture of		
Security	2.11ansaction Date	Code	Acquired (A) or	Securities	6.Ownership Form: Direct			

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(Instr. 3)	(Month/Day/Year)	(Instr. 8)	Dispos (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						403,117	D	
						4,554	I	By Spouse

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

			Tab			curities Acqu			•	Owned
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)		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
				(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options-Right to Buy	\$11.00	8/31/01	A	100,000		8/31/04	8/31/11	Common Stock	100,000	
Options-Right to Buy	\$11.00	8/31/01	G		45,000	8/31/04	8/31/11	Common Stock	45,000	

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Explanation of Responses:

Herbert M. Pearlman	2/12/0	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.