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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
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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)

Name and Address of Reporting Person*	Date of Event Requiring Statement	4. Issuer Name and Tickler or Trading Symbol				
1 0,001	(Month/Day/Year)	Seitel,	Inc.	SEI		
Comeaux, Craig S.						
(Last) (First) (Middle)	6/24/02					
50 Briar Hollow Lane, 7th Floor West						
(Street)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	lssuer (Check all ap	,	6. If Amendment, Date of Original (Month/Day/Year)		
Houston, Texas 77002		Director Owner	10%			
(City) (State) (Zip)		<u>x</u> Officer (give title below) Other (specify below)		7. Individual or Joint/Group Filing (Check Applicable Line)		
	General Counsel		x Form filed by One Reporting Person Form filed by More than One			
				Reporting Person		
	Table I - Non-Deriva	tive Securities Ber				
1.Title of Security (Instr. 4)	Amount of Securities Ben (Instr. 4)	neficially Owned	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock, par value \$.01	0					
(Instr. 4) Common Stock, par value	Amount of Securities Ben (Instr. 4)	General Co	eficially Owned 3. Ownership Form: Direct (D) or Indirect (I)	PersonForm filed by More than One Reporting Person 4. Nature of Indirect Beneficial Ownership		

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		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).