

FRAME PAUL A
Form 4
December 10, 2001

FORM 4

UNITED STATES
SECURITIES AND
EXCHANGE COMMISSION
Washington, D.C. 20549

OMB
APPROVAL
OMB

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[] Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instruction 1(b).
(Print or Type Responses)

STATEMENT OF CHANGES
IN BENEFICIAL OWNERSHIP

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

| | | | | | | |
|---|--|--|--|--|----------------------------------|--|
| 1. Name and Address of Reporting Person* | | 2. Issuer Name and Tickler or Trading Symbol | | 6. Relationship of Reporting Person(s) to Issuer | | |
| | | Seitel, Inc. SEI | | (Check all applicable) | | |
| (Last) (First) (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Year | <input checked="" type="checkbox"/> Director | | 10% Owner | |
| | | | <input checked="" type="checkbox"/> Officer (give title below) | | | |
| Frame, Paul A. | | November 2001 | Chief Executive Officer | | | |
| (Street) | 5. If Amendment, Date of Original (Month/Year) | 7. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| 50 Briar Hollow Lane, 7th Floor West Houston, Texas 77027 | | <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 | | | | | |
| 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) | 5. Amount of Securities Beneficially | 6. Ownership Form: Direct (D) or | 7. Nature of Indirect Beneficial Ownership |

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| | | | | (Instr. 3, 4 and 5) | | | Owned at End of Month (Instr. 3 and 4) | Indirect (I) (Instr. 4) | (Instr. 4) |
|-------------------------------|----------|------|---|---------------------|------------|----------|--|-------------------------|------------|
| | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, par value \$.01 | 11/30/01 | S | | 5,000 | | \$11.850 | | | |
| Common Stock, par value \$.01 | 11/30/01 | S | | 5,000 | | \$11.890 | | | |
| Common Stock, par value \$.01 | 11/30/01 | S | | 6,000 | | \$12.070 | 224,901 | D | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |

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. |
|---|--|--------------------------------------|--------------------------------|---|--|-----|--|-----------------|---|----------------------------|----|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| | | | | | | | | | | | |
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Explanation of Responses:

Paul A.
Frame
By: /s/ Marcia H.
Kendrick

12/10/01

**Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, *see* Instruction 4(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).

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