

FRAME PAUL A  
Form 4  
December 10, 2001

**FORM 4**

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

OMB  
APPROVAL  
OMB

Number:  
3235-0287  
Expires:  
December 31,  
2001  
Estimated  
average  
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0.5

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 <b>and</b> Tickler or Trading Symbol                              |  | 6. Relationship of Reporting Person(s) to Issuer   |   |  |  |
|   | Seitel, Inc. SEI   |  | (Check all applicable)   |   |  |  |
| (Last) (First) (Middle)<br><br><b>Frame, Paul A.</b>                  | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)    | 4. Statement for Month/Year<br><br>November 2001 | <input checked="" type="checkbox"/> Director<br><input checked="" type="checkbox"/> Officer (give title below) | <input type="checkbox"/> 10% Owner                          | <input type="checkbox"/> Other (specify below) | <input type="checkbox"/>                   |
| (Street)<br>50 Briar Hollow Lane, 7th Floor West Houston, Texas 77027 |  | 5. If Amendment, Date of Original (Month/Year)   | <input checked="" type="checkbox"/>  | 7. Individual or Joint/Group Filing (Check Applicable Line) |  |  |
| (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.

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