

SEITEL INC  
 Form 4  
 January 10, 2001

OMB  
 APPROVAL

FORM 4

UNITED STATES SECURITIES  
 AND EXCHANGE  
 COMMISSION  
 Washington, D.C. 20549  
 STATEMENT OF CHANGES  
 IN BENEFICIAL OWNERSHIP

OMB  
 Number:  
 3235-0287

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)

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

Expires:  
 December 31,  
 2001

Estimated  
 average  
 burden  
 hours per  
 response. . . .  
 0.5

|  |  |   |  |  |  |
|--|--|---|--|--|--|
| 1. Name and Address of Reporting Person*   |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol                            |  | 6. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)   |  |
| (Last) (First) (Middle)<br><br>Stieglitz, John E.  |  | Seitel, Inc. SEI  |  | <input checked="" type="checkbox"/> Director   |  |
| (Street)<br><br>50 Briar Hollow Lane, 7 <sup>th</sup> Floor West<br>Houston, Texas 77027 |  | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) |  | 4. Statement for Month/Year<br><br>December 2000   |  |
| (City) (State) (Zip)   |  | 5. If Amendment, Date of Original (Month/Year)                                |  | 7. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><br><input type="checkbox"/> Form filed by More than One Reporting Person |  |
| 1. Title of Security (Instr. 3)  |  | 2. Transaction Date   |  | 4. Securities Acquired (A)   |  |
|  |  | 3. Transaction Date   |  | 5. Amount of Securities  |  |
|  |  |   |  | 6. Ownership Form: Direct  |  |

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|  | (Month/Day/Year) | Code (Instr. 3, 4 and 5) | or Disposed of (D) |                   | Beneficially Owned at End of Month (Instr. 3 and 4) | (D) or Indirect (I) (Instr. 4) |
|--|------------------|--------------------------|--------------------|-------------------|---|--------------------------------|
|  |                  |                          | Code               | Amount (A) or (D) |   |                                |
|  |                  |                          |                    |                   |   |                                |
|  |                  |                          |                    |                   |   |                                |
|  |                  |                          |                    |                   |   |                                |
|  |                  |                          |                    |                   |   |                                |
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|  |                  |                          |                    |                   |   |                                |
|  |                  |                          |                    |                   |   |                                |
|  |                  |                          |                    |                   |   |                                |

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4) | 10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4) |
|--|--|--------------------------------------|--------------------------------|---|--|--|---|--|--|---|
|  |  |                                      | Code                           | V |  |  |   |  |  |   |
| Options to Buy                             | Right \$11.3750  | 07/26/00                             | A                              | V | 15,000   | 07/26/10   | Common Stock  | 15,000                                     | 15,000   | D   |
| Options to Buy                             | Right \$16.1875  | 10/19/00                             | A                              | V | 12,000   | 10/19/05   | Common Stock  | 12,000                                     | 12,000   | D   |

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Explanation of Responses:

(1) Options are exercisable as follows: 33% on first anniversary; 66% on second anniversary; and 100% on third anniversary

|  |   |                         |
|--|---|-------------------------|
|  | /s/ John E. Stieglitz<br><u>by Marcia H. Kendrick</u><br>**Signature of<br>Reporting Person | <u>01/10/01</u><br>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.