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CALLAGHAN KEVIN P

Form 3 June 24, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

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Form 3 INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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			
	(Month/Day/Year)	Seitel,	Inc.	SEI	
Callaghan, Kevin P.		ĺ			
(Last) (First) (Middle)	6/24/02				
50 Briar Hollow Lane, 7th					
Floor West					
(Street)	I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. Relationship of Issuer (Check all ap	Reporting Person(s) to plicable)	6. If Amendment, Date of Original (Month/Day/Year)	
Houston, Texas 77002		Director Owner	10%		
(City) (State) (Zip)		<u>x</u> Officer (give tit (specify below)	le below) Other	7. Individual or Joint/Group Filing (Check Applicable Line)	
		Executive '	Vice President and	x Form filed by One Reporting Person	
		<u>COO</u>		Form filed by More than One Reporting Person	
	Table I - Non-Deriva	tive Securities Ben	eficially Owned		
1.Title of Security (Instr. 4)	Amount of Securities Ber (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	17,500		D		
1					

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
					6. Nature of Indirect Beneficial Ownership			
Security	(Month/Day/Year)	(Instr. 4)		of Derivative	(Instr. 5)			
(Instr. 4)			Derivative	Securities:				

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Options - Right to Buy	4/22/99	4/22/06	Common Stock	20,000	\$12.49783	D	
Options - Right to Buy	9/25/99	9/25/06	Common Stock	30,000	13.72914	D	
Options - Right to Buy	(1)	11/20/07	Common Stock	50,000	13.72914	D	
Options - Right to Buy	(2)	7/26/10	Common Stock	20,000	11.375	D	
Options - Right to Buy	9/19/00	10/2/03	Common Stock	1,000	15.0625	D	
Options - Right to Buy	10/20/00	10/02/03	Common Stock	21,000	16.00	D	
Options - Right to Buy	10/20/00	10/02/03	Common Stock	500	16.3125	D	
Options - Right to Buy	(3)	8/31/11	Common Stock	100,000	11.00	D	

⁽¹⁾ Options vest 10% on date of grant and each of the next 4 anniversary dates with the remaining 50% vesting on the fifth anniversary date of 11/20/02.

- (2) Options vest 1/3 on each of the first 3 anniversary dates from date of grant with 100% vested on 7/26/03.
- (3) Options vest 1/3 on each of the first 3 anniversary dates from date of grant with 100% vested on 8/31/04.

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

/s/ Kevin P. Callaghan

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).