SEITEL INC Form 4 July 18, 2005

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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(h) of the Investment Company Act of 1940

1(b).

value \$.01

(1)

(Print or Type Responses)

CALLAGH	Symbol	2. Issuer Name and Ticker or Trading Symbol SEITEL INC [SELA]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (M		3. Date of Earliest Transaction				(Check all applicable)				
() () () () () () () () () ()			h/Day/Year)				Director _X_ Officer (give		Owner er (specify		
	UILDING C, STE		70 3				below) COO, Exec	below) cutive Vice Pres	sident		
	(Street)	4. If Amer	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
HOUSTON	T, TX 77043	Filed(Mon	th/Day/Year)	•			Applicable Line) _X_ Form filed by 0 Form filed by M Person	One Reporting Per More than One Re			
(City)	(State)	Zip) Table	e I - Non-D	erivative Se	curitie	es Acqu	ired, Disposed of	f, or Beneficiall	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie or(A) or Disp (Instr. 3, 4	osed o	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Restricted											
Common											
Stock, par	07/14/2005		A	100,000	A	\$0	284,788	D			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date Tit	Title	Number		
						LACICISAUIC			of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer 10% Owner Other Director

CALLAGHAN KEVIN P 10811 S. WESTVIEW CIRCLE BUILDING C, STE. 100 HOUSTON, TX 77043

COO. **Executive Vice** President

Signatures

/s/ Kevin P. Callaghan by /s/ Marcia H. Kendrick

07/18/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- 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).
- One-third of the restricted stock vests one year from the date of grant, an additional one-third vests two years from date of grant, and the remaining one-third vests three years from the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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