

SEITEL INC
Form 4
March 22, 2006

FORM 4

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

OMB APPROVAL

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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).

STATEMENT OF CHANGES IN 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SIMON ROBERT J II

(Last) (First) (Middle)

10811 S. WESTVIEW
CIRCLE, BUILDING C, STE. 100

(Street)

HOUSTON, TX 77043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SEITEL INC [SELA]

3. Date of Earliest Transaction
(Month/Day/Year)
03/20/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

President, Seitel Data Ltd.

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock, par value \$.01 | 03/20/2006 | | S | | 5,000 | D | \$ 3.21 |
| | | | | | | | 507,426 |
| Common Stock, par value \$.01 | 03/20/2006 | | S | | 10,000 | D | \$ 3.22 |
| | | | | | | | 497,426 |
| Comon Stock, par value \$.01 | 03/21/2006 | | S | | 5,000 | D | \$ 3.05 |
| | | | | | | | 492,426 |
| Common Stock, par | 03/21/2006 | | S | | 1,000 | D | \$ 3.15 |
| | | | | | | | 491,426 |

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| | | | | | | | | |
|-------------------------------|------------|---|--------|---|----------|---------|---|--|
| value \$.01 | | | | | | | | |
| Common Stock, par value \$.01 | 03/21/2006 | S | 5,000 | D | \$ 3.14 | 486,426 | D | |
| Common Stock, par value \$.01 | 03/21/2006 | S | 4,000 | D | \$ 3.1 | 482,426 | D | |
| Common Stock, par value \$.01 | 03/21/2006 | S | 6,000 | D | \$ 3.09 | 476,426 | D | |
| Common Stock, par value \$.01 | 03/21/2006 | S | 3,900 | D | \$ 3.08 | 472,526 | D | |
| Common Stock, par value \$.01 | 03/21/2006 | S | 8,191 | D | \$ 3.07 | 464,335 | D | |
| Common Stock, par value \$.01 | 03/21/2006 | S | 9,000 | D | \$ 3.06 | 455,335 | D | |
| Common Stock, par value \$.01 | 03/21/2006 | S | 5,771 | D | \$ 3.069 | 449,564 | D | |
| Common Stock, par value \$.01 | 03/22/2006 | S | 7,500 | D | \$ 3.11 | 442,064 | D | |
| Common Stock, par value \$.01 | 03/22/2006 | S | 10,638 | D | \$ 3.1 | 431,426 | D | |
| Common Stock, par value \$.01 | 03/22/2006 | S | 9,000 | D | \$ 3.09 | 422,426 | D | |

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

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(9-02)

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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities | 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 |
|--|---|--------------------------------------|--|--------------------------------|------------------------------------|--|---|--|---|
|--|---|--------------------------------------|--|--------------------------------|------------------------------------|--|---|--|---|

Security

Acquired
(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

Follo
Repo
Trans
(Instr

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

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SIMON ROBERT J II 10811 S. WESTVIEW CIRCLE BUILDING C, STE. 100 HOUSTON, TX 77043 | | | President, Seitel Data Ltd. | |

Signatures

/s/ Robert J.
Simon

03/22/2006

**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).

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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