

SEITEL INC  
Form POS AM  
March 22, 2005

As filed with the Securities and Exchange Commission on March 22, 2005.

**Registration No. 333-63383**

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**Post-Effective Amendment No. 3 to**

**FORM S-8**

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

**SEITEL, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

**76-00254341**

(State or other jurisdiction

(I.R.S. Employer

of incorporation or organization)

Identification Number)

**10811 S. Westview Circle**

**Building C, Suite 100**

**Houston, Texas 77043**

**(713) 881-8900**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Seitel, Inc. 1998 Employee Stock Purchase Plan**

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(Full Title of the Plan)

**Robert D. Monson**

**President and Chief Executive Officer**

**Seitel, Inc.**

**10811 S. Westview Circle**

**Building C, Suite 100**

**Houston, Texas 77043**

**(713) 881-8900**

(Name and address, including zip code, and telephone  
number, including area code, of agent for service)

*With copies to:*

**Porter & Hedges, L.L.P.**

**700 Louisiana, 35th Floor**

**Houston, Texas 77002-2764**

**Attn: Kathy L. Tedore**

**Telephone (713) 226-0600**

**Telecopy (713) 226-0259**

Approximate date of commencement of proposed sale to the public: Not applicable. Deregistration of unsold securities.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. [ ]

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with a dividend or interest reinvestment plan, please check the following box. [ ]

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If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act of 1933, please check the following box and list the Securities Act of 1933 registration statement number of the earlier effective registration statement for the same offering. [ ] \_\_\_\_\_

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act of 1933, check the following box and list the Securities Act of 1933 registration statement number of the earlier effective registration statement for the same offering. [ ] \_\_\_\_\_

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. [ ]





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<u>Signature</u>	<u>Title</u>	<u>Date</u>
/s/ Robert D. Monson Robert D. Monson	President and Chief Executive Officer  (Principal Executive Officer)	March 22, 2005
/s/ Fred S. Zeidman Fred S. Zeidman	Director Chairman of the Board of Directors	March 22, 2005
/s/ Marcia H. Kendrick Marcia H. Kendrick	Senior Vice President, Chief Accounting Officer, Acting Chief Financial Officer and Acting Secretary  (Principal Financial and Accounting Officer)	March 22, 2005
/s/ C. Robert Black C. Robert Black	Director	March 22, 2005
/s/ Kevin S. Flannery Kevin S. Flannery	Director	March 22, 2005
/s/ Ned S. Holmes Ned S. Holmes	Director	March 22, 2005

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