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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

0	Check this box if no longer
	subject to Section 16.
	Form 4 or Form 5
	obligations may continue.
	See Instruction 1(b).

Name and Address of Reporting Person* (Last, First, Middle)	2.	Issuer Name and Ticker or Trading Symbol		I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)				
The Williams Companies, Inc.		Williams Coal Seam Gas Royalty Trust (WTU)	_					
One Williams Center	4.	Statement for Month/Day/Year September 12, 2002	5.	If Amendment, Date of Original (Month/Day/Year				
(Street)	6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Filing (Check Applicable Line)				
Tulsa, OK 74172		O Director 🛛 10% Owner						
(City) (State) (Zip)		Officer (give title below)Other (specify below)		O Form filed by More than One Reporting Person				
		O Other (specify below)	_					

If the form is filed by more than one reporting person, see instruction 4(b)(v).

Title of (Instr.	f Security 2.	Transaction Date (Month/Day/Year)	2a. Deemed Execution Date, if any. (Month/Day/Year)	3. Transact (Instr. 8)	ion Code	4.	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5.	Amount of Securities Beneficially Owned Following Reported Transactions(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	(A) or (D)	Price						
Comm	on Units	09/12/02		S			400	D	\$8.3400						
Comm	on Units	09/13/02		S			4,000	D	\$8.3400						
Comm	on Units	09/13/02		X			150,000	A	\$3.8725						
Comm	on Units	09/16/02		S			5,600	D	\$8.4000		150,000		D		

Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(e.g., puts, calls, warrants, options, convertible securities)													
Title of Derivative Security (Instr. 3)	2.	Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	3a.	Deemed Execution Date, if any (Month/Day/Year)	4.	Transaction Code (Instr. 8)	n	5.	Acquired (A) or	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	
								Code	v		(A)	(D)	
Call Option		\$3.8725		09/13/02				X				150,000	
					Pa	ige 3							
	Security (Instr. 3)	Security (Instr. 3)	Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security Security	Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security	Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security Security (Month/Day/Year)	Title of Derivative Security (Instr. 3) Call Option \$3. Transaction Date (Month/Day/Year) Call Option \$3.8725 09/13/02	Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year)	Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3a. Deemed Execution Date, if any (Month/Day/Year) 4. Call Option \$3.8725 09/13/02	Title of Derivative Security 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Deemed Execution (Month/Day/Year) 4. Transaction Code (Instr. 8) Code Call Option \$3.8725 09/13/02 X	Title of Derivative Security 2. Conversion or Exercise Price of Derivative (Instr. 3) 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) Code V Code V Coll Option \$3.8725 09/13/02 X X	Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) 2. Code Price of Derivative Security Code V Call Option \$3.8725 09/13/02 X X	Title of Derivative Security 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) Code V (Instr. 3, 4 and 5) Code V (A) Call Option \$3.8725 09/13/02 X	

Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned — Continued (e.g., puts, calls, warrants, options, convertible securities)											— Continued			
6.	Date Exercisal Expiration Dat (Month/Day/Yea	te	7. Title and Amount of Underlying Securities (Instr. 3 and 4)				Price of Derivative Security (Instr. 5)	9.	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	1	0.	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
	Date Exercisable	Expiration Date		Title	Amount or Number of Shares									
	08/11/00	06/30/03		Common Units	150,000				2,858,791			D		
_						_		_			_			
_						_		_			_			
Ex	planation of	Responses:												
			C		wrence, Attor Illiams Comp		y-in-Fact for The ies, Inc.	е	Septemb	er 16	, 2	002		
				**Sig	nature of Re	por	ting Person		Γ	ate				

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).