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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

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

Person* (Last, First, Middle)	Trading Symbol	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
The Williams Companies, Inc.	Williams Coal Seam Gas Royalty Trust (WTU)	
	4. Statement for (Month/Day/Year)	5. If Amendment, Date of Original (Month/Day/Year)
One Williams Center	December 18, 2002	
(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)	O Officer (give title below)	o Form filed by More than One Reporting Person
	O Other (specify below)	

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

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

	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)		Transact (Instr. 8)		ode	4.	4. Securities Acqui or Disposed of (I (Instr. 3, 4 and 5)		l of (D)		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						
	Common Units		12/18/02				S				3,000	D	\$9.9000						
	Common Units		12/19/02				S				5,000	D	\$9.9932		67,300		D		
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$\begin{tabular}{ll} \textbf{Table II} $--$ Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1.	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.	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			
									Code	v		(A)	(D)		
						Pa	ge 3								

	Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned — Continued (e.g., puts, calls, warrants, options, convertible 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 Following Reported Transaction(s) (Instr. 4)	10.	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)		
	Date Expiratio Exercisable Date	n	Amount or Number of Title Shares										
Ex	planation of Responses	s:											
		C	Cher S. Lawrence, Atto Williams Com			The	Decem	lber 20, 2	002				
			**Signature of Re	epor	ting Person			Date					

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).