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

s I c	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)	 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) 5. If Amendment, Date of Original (Month/Day/Y December 9, 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
	(City) (State) (Zip)	0 Officer (give title below) 0 Form filed by More than One Reporting Per- 0 Other (specify below) 0

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).

. Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2a.	Deemed Execution Date, if any. (Month/Day/Year)	3.	Transact (Instr. 8)	tion Coo	le 4.	Securities A or Disposed (Instr. 3, 4 au	cquire of (D) nd 5)	d (A)	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						
Common Units		12/09/02				Х			100,000	А	\$3.0976						
Common Units		12/09/02				S			5,500	D	\$9.9064						
Common Units		12/10/02				S			200	D	\$9.8900		118,300		D		
						_			_		_			_			_
							_	_		_							_
								Pa	ige 2								

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

							ired, Disposed of, options, convertib			y Ow	ned										
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.	Transacti Code (Instr. 8)	on	5.	A		rivative Securities or Disposed of (D) 5)							
									Code	v			(A)	(D)							
	Call Option		\$3.0976		12/09/02				Х					100,000							
_																					
						Dr	ige 3														

Date Exercisable and Expiration Date (Month/Day/Year)		7.	Title and A of Underly (Instr. 3 and	ing Securities	1	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 Ownershi (Instr. 4)	
	Date Exercisable	Expiration Date		Title	Amount or Number of Shares								
	08/11/00	06/30/03		Common Units	100,000				2,608,791		D		
			_					_					
			_										
I	olanation of 1	Responses:											
			C		rrence, Attorr lliams Compa		-in-Fact for The es, Inc.	<u>,</u>	Decembe	r 11, 2	002		
							ng Person			ate			

** 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.

Page 4