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

 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). 	
1. Name and Address of Reporting Person* (Last, First, Middle)	2. Issuer Name and Ticker or Trading Symbol3. 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/Year) October 23, 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 🖾 Form filed by One Reporting Person
(City) (State) (Zip)	OOfficer (give title below)OForm filed by More than One Reporting PersonOOther (specify below)O

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).

	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 Transactions(s) (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v		Amount	(A) or (D)	Price						
Common Units	10/23/02		S			1,000	D	\$7.4900		64,800		D		
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. 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.	Transaction5Code(Instr. 8)			1	Number of Derivative Securities Acquired (A) or Disposed of (D) (<i>Instr. 3, 4 and 5</i>)		
								Code	v			(A)	(D)	

Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned — Continued (e.g., puts, calls, warrants, options, convertible securities) Title and Amount of Underlying Securities Date Exercisable and Expiration Date Number of Derivative Securities Beneficially Owned 7. Price of Derivative **Ownership Form of** 11. Nature of Indirect 6. 8. 9. 10. Derivative Security: (Month/Day/Year) (Instr. 3 and 4) Security Following Reported Transaction(s) Direct (D) or Indirect (I) Beneficial Ownership (Instr. 4) (Instr. 5) (Instr. 4) (Instr. 4) Amount or Expiration Date Date Number of Title Exercisable Shares **Explanation of Responses:**

Cher S. Lawrence, Attorney-in-Fact for The Williams Companies, Inc.

October 25, 2002

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instructions 6 for procedure.

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