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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)

Name and Address of Reporting Person* (Last, First, Middle)		Issuer Name and Ticker or 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)								
One Williams Center		Statement for (Month/Day/Year) December 3, 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					
			-						

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																		
Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2a. Deemed Execution Date, if any. (Month/Day/Year)				le 4.	Securities Acquired (or Disposed of (D) (Instr. 3, 4 and 5)		l of (D)		f (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)
				Co	de	v		Amount	(A) or (D)	Price								
Common Units		12/03/02		S				13,300	D	\$9.8836								
Common Units		12/04/02		S				3,700	D	\$9.8900		40,000		D				
							Pa	ige 2										
	(Instr. 3) Common Units	Security (Instr. 3) Common Units	Security (Month/Day/Year) (Instr. 3) Common Units 12/03/02	Title of Security (Month/Day/Year) 2a. Deemed Execution Date, if any. (Month/Day/Year) Common Units 12/03/02	Title of Security (Month/Day/Year) (Instr. 3) 2. Transaction Date (Month/Day/Year) Date, if any. (Month/Day/Year) (Month/Day/Year) Common Units 12/03/02 S	Title of Security (Month/Day/Year) 2a. Deemed Execution Date, if any. (Month/Day/Year) 2. (Instr. 8) Code Common Units 12/03/02 S	Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2a. Deemed Execution Date, if any. (Month/Day/Year) 2b. Code V Common Units 12/03/02 S S	Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, if any. (Month/Day/Year) Code V Common Units 12/03/02 S Common Units 12/04/02 S	Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2a. Deemed Execution Date, if any. (Instr. 8) Code V Amount Common Units 12/03/02 S 13,300	Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, if any. (Month/Day/Year) Code V Amount (A) or Amount (D) Common Units 12/03/02 Common Units 12/04/02 S 3. Transaction Code (Instr. 3) 4. Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Common Units 12/04/02 S 3. Transaction Code (Instr. 3) 4. Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5)	Title of Security (Instr. 3) 2. Transaction Date (Instr. 3) 2. Deemed Execution Date, if any. (Instr. 3) 3. Transaction Code (Instr. 3) 4. Securities Acquired (A) or Disposed of (ID) (Instr. 3, 4 and 5)	Title of Security (Month/Day/Fear) 2a Deemed Execution Date, if any (Month/Day/Fear) 3a Transaction Code (Instr. 3) 4a Securities Acquired (A) or Disposed of (D) (Instr. 3) 4a 5b 5c	Title of Security (Instr. 3)	Title of Security (Instr. 3)	Common Units 12/03/02 S 13/05 D S9.8936 S S S S S S S S S	Title of Security (Instr. 3) 2. Transaction Date (Instr. 3) 2. Transaction Date (Instr. 3) 3. Transaction Code 4. Securities Acquired (Instr. 3.4 ord 5) 5. Amount of Securities Beneficially Owned Following Reported Transactions (Instr. 3 ord 4) 7.		

$\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)		5.	Number of Derivative S Acquired (A) or Dispos (Instr. 3, 4 and 5)	securities ed of (D)
									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)			. Title and Amount of Underlying Securities (Instr. 3 and 4)	8.	Price of Derivative Security (Instr. 5)		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 Expirati Exercisable Date		Amoun Numbe Title Share	r of										
Ex	planation of Response	es:												
			Cher S. Lawrence, Williams (The	Dece	mber 5, 20	002					
		_	**Signature o	f Repo	rting 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).