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

subje Form oblig	k this box if no longer ect to Section 16. a 4 or Form 5 ations may continue. nstruction 1(b)	
	ne and Address of Reporting son* (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) December 20, 2002
	(Street)	 6. Relationship of Reporting Person(s) to Issuer (Check All Applicable) 7. Individual or Joint/Group Filing (Check Applicable Line)
Tuls	a, OK 74172	0 Director 🛛 10% Owner 🔀 Form filed by One Reporting Person
(City	y) (State) (Zip)	0 Officer (give title below) 0 Form filed by More than One Reporting Person 0 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).

. Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2a.	Deemed Execution Date, if any. (Month/Day/Year)	Transac (Instr. 8)		Code	4.	Securities A or Disposed (Instr. 3, 4 c	l of (D)	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		12/20/02			S				5,800	D	\$10.0540		61,500		D		
			_		 _		_					_				_	
					 _							_					
								Pa	ge 2								

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

Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned(e.g., puts, calls, warrants, options, convertible securities)													
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.	Transactio Code (Instr. 8)	n	5.	Number of Derivat Acquired (A) or Di (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)															
	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.		Derivative Beneficially Owned Reported Transacti		10.	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										
			_									_			
]	planation of I	Responses:													
			Cl		wrence, Atto illiams Com		y-in-Fact for T ies, Inc.	Гhe	_	D	ecember 2	23, 20	002		
				**Sig	nature of Re	epor	ting Person				Date	5			

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^{**} 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.