

DAWSON GEOPHYSICAL CO
Form 4
December 08, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FORSDICK KERMIT S

2. Issuer Name and Ticker or Trading Symbol
DAWSON GEOPHYSICAL CO [DWSN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
508 WEST WALL SUITE 800

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

MIDLAND, TX 79701

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)	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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Dawson Geophysical-Common Stock	12/07/2006	12/07/2006	M	1,250 A \$ 7.4065	18,000	D	
Dawson Geophysical-Common Stock	12/07/2006	12/07/2006	S	1,250 D \$ 36.4798	16,750	D	
Dawson Geophysical-Common Stock	12/07/2006	12/07/2006	M	2,500 A \$ 5.21	16,750	D	
Dawson Geophysical-Common Stock	12/07/2006	12/07/2006	S	2,500 D \$ 36.4798	14,250	D	

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
Dawson Geophysical - Common stock	\$ 7.4065	12/07/2006	12/07/2006	M	1,250	12/07/2006 04/09/2007	Dawson Geophysical-Common Stock
Dawson Geophysical-Common Stock	\$ 5.21	12/07/2006	12/07/2006	M	2,500	12/07/2006 11/26/2007	Dawson Geophysical-Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORSDICK KERMIT S 508 WEST WALL SUITE 800 MIDLAND, TX 79701			Vice President	

Signatures

/s/ K. S. Forsdick 12/07/2006

**Signature of Reporting Person Date

Explanation of Responses:

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

** 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.

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