

DORCHESTER MINERALS, L.P.
Form 4
March 10, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
ALLEN H C JR

2. Issuer Name and Ticker or Trading Symbol
DORCHESTER MINERALS, L.P.
[DMLP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3838 OAK LAWN AVE, SUITE 300

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/08/2016

Director 10% Owner
 Officer (give title below) Other (specify below)

DALLAS, TX 75219

(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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------------|-------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Units | 03/08/2016 | | P | | | 4,000 | A | \$ 11.049 | 11,685 | D ⁽¹⁾ | |
| Common Units | 03/09/2016 | | P | | | 2,100 | A | \$ 10.91 | 13,785 | D ⁽¹⁾ | |
| Common Units | 03/10/2016 | | P | | | 3,000 | A | \$ 10.9147 | 16,785 | D ⁽¹⁾ | |
| Common Units | | | | | | | | | 31,500.022 | D ⁽²⁾ | |
| Common Units | | | | | | | | | 154,840 | I ⁽³⁾ | |

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- (1) These common units are held jointly by Mr. Allen and his spouse in a family trust.
- (2) These common units are held by Mr. Allen in his individual name, IRA or Keogh Plan.
Mr. Allen disclaims beneficial ownership of those common units owned by Rabbitfoot Investments, LLC in which he does not have a pecuniary interest. Rabbitfoot Investments, LLC is owned by Rabbitfoot Ranch and Cattle Company, Ltd. and its general partner is RR&CC Management, Inc. which is owned by Mr. Allen and his spouse.
- (4) Mr. Allen disclaims beneficial ownership of those common units owned by SAM Partners Management, Inc. in which he does not have a pecuniary interest. Mr. Allen is the secretary and a shareholder of SAM Partners Management, Inc.
- (5) Mr. Allen disclaims beneficial ownership of those common units owned by Smith Allen Oil & Gas, LLP in which he does not have a pecuniary interest. Mr. Allen is the secretary and a shareholder of Smith Allen Oil & Gas, LLP.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.