#### DAWSON L DECKER

Form 4

February 15, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

5. Relationship of Reporting Person(s) to

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

DAWSON L D	ECKE	ER	Symbol DAWSON GEC [DWSN]	)PHYSIC	CAL CO		Issuer (	Check all applica	able)	
(Last)	(First)	(Middle)	3. Date of Earliest 7 (Month/Day/Year) 02/13/2007	Transaction			_X_ Director Officer below)		0% Owner Other (specify	
	(Street)	)	4. If Amendment, D Filed(Month/Day/Yea	_	al		Applicable Lin_X_ Form file	or Joint/Group F ne) d by One Reporting l by More than One	g Person	
(City)	(State)	(Zip)	Table I - Non-	Derivative	Securities	Acqu	iired, Dispos	ed of, or Benefic	cially Owned	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securit coor Dispos (Instr. 3, 4	ed of		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 Company-comm stock \$0.33 1/3 value		02/13/2007		S	30,000	D	\$ 42.1582	49,134	I	By trust
Dawson Geophysical Company-comi stock \$0.33 1/3 value		02/14/2007		S	10,572	D	\$ 42.344 ( <u>3)</u>	38,562	I	By trust
Dawson Geophysical								108,192	D	

#### Company

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

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

SEC 1474 (9-02)

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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	(Month/Day/Year) ative ties red		Under Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
DAWSON L DECKER							
	X						

## **Signatures**

L. Decker

Dawson 02/15/2007

\*\*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).
- On February 7, 2007, the reporting person contributed 300,000 shares of Dawson Geophysical Common Stock to a charitable remainder trust of which the reporting person is a trustee and of which the reporting person and his wife are beneficiaries. The reporting person continues to report beneficial ownership of all the Dawson Geophysical Common Stock held by the trust but disclaims beneficial ownership except to the extent of his and his wife's pecuniary interest therein.
- (2) The shares sold on 02/13/2007 were sold at prices ranging from \$42.00 to \$42.40, with an average price of \$42.1582 per share.

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(3) The shares sold on 02/14/2007 were sold at prices ranging from \$42.00 to \$42.60, with an average price of \$42.344 per share. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> 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.