DAWSON GEOPHYSICAL CO

Form 4 March 27, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

obligations

Check this box

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

may continue. See Instruction

1(b).

(Last)

(City)

DWSN-Common

\$0.33 1/3 par

(Print or Type Responses)

(First)

(State)

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading	5. Relations
TOBIAS C RAY	Symbol	Issuer

DAWSON GEOPHYSICAL CO

[DWSN]

(Month/Day/Year) 508 WEST WALL SUITE 800 03/22/2007

(Middle)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

3. Date of Earliest Transaction

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

hip of Reporting Person(s) to

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

below) Executive Vice President, COO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

MIDLAND, TX 79701

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security 2. Transaction Date 2A. Deemed 3. (Instr. 3) (Month/Day/Year) Execution Date, if

(Zip)

03/22/2007

(Month/Day/Year)

4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Reported

5. Amount of Securities Beneficially Owned Following

7. Nature Ownership of Indirect Form: Beneficial Ownership Direct (D) or Indirect (Instr. 4)

Transaction(s) (Instr. 4)

D

(Instr. 3 and 4)

Code V Amount (D) Price S 2,000 D 41,025

48.94

(A)

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

03/22/2007

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
					4, and 5)	Date	Expiration		Amount		
				Code V	(A) (D)	Exercisable	Date	Title	Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TOBIAS C RAY 508 WEST WALL SUITE 800 MIDLAND, TX 79701

Executive Vice President, COO

Signatures

C. Ray Tobias 03/27/2007

**Signature of 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. 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.

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