

MCMANEMIN WILLIAM CASEY  
Form 4  
January 03, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
MCMANEMIN WILLIAM CASEY

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)  
12/31/2018

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

DALLAS, TX 75219

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

(City) (State) (Zip)

**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                    | 12/31/2018                           |  | J <sup>(1)</sup>               |   | 70,911  | A  | \$ 0                              |
| Common Units                    | 12/31/2018                           |  | J <sup>(1)</sup>               |   | 70,911  | A  | \$ 0                              |
| Common Units                    | 12/31/2018                           |  | J <sup>(1)</sup>               |   | 283,645   | D  | \$ 0                              |
| Common Units                    |                                      |  |                                |   | 5,531   | I  |                                   |
| Common Units                    |                                      |  |                                |   | 53,224  | I  |                                   |

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V   | (A)  | (D)   | Amount or Number of Shares                 |  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| MCMANEMIN WILLIAM CASEY<br>3838 OAK LAWN AVE<br>SUITE 300<br>DALLAS, TX 75219 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ Martye Miller, attorney-in-fact 01/03/2019

\_\_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).
- (1) Pro rata distribution from Ptarmigan Royalty Partners.
- (2) Held by 1307, Ltd. Mr. McManemin disclaims beneficial ownership of those common units owned by 1307, Ltd. in which he does not have a pecuniary interest. Mr. McManemin is the sole manager of Cabana Management LLC, the sole general partner of 1307, Ltd.  
These securities were owned directly by Ptarmigan Royalty Partners. On December 31, 2018, Ptarmigan Royalty Partners made an in-kind distribution of these securities, constituting its entire holdings of securities of the issuer, pro rata to its partners. Mr. McManemin
- (3) disclaims beneficial ownership of those units that were owned by Ptarmigan Royalty Partners in which he did not have a pecuniary interest. Mr. McManemin is the Managing Partner of Ptarmigan Royalty Partners.

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- Held by SAM Partners Management, Inc. Mr. McManemin disclaims beneficial ownership of those common units owned by SAM
- (4) Partners Management, Inc. in which he does not have a pecuniary interest. Mr. McManemin is the Vice President and a shareholder of SAM Partners Management, Inc.

- Held by Smith Allen Oil & Gas, LLP. Mr. McManemin disclaims beneficial ownership of those common units owned by Smith Allen Oil
- (5) & Gas, LLP in which he does not have a pecuniary interest. Mr. McManemin is the Vice President and a shareholder of Smith Allen Oil & Gas, LLP.

### **Remarks:**

#### Exhibit List

#### Exhibit 24 - Power of Attorney

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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