

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | |
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| 1. Name and Address of Reporting Person* <u>BARRETT WILLIAM J</u> (Last) (First) (Middle) <u>P O BOX 6199</u> (Street) <u>FAIR HAVEN NJ 07704</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>DAWSON GEOPHYSICAL CO [DWSN]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>12/01/2015</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>12/03/2015</u> | |

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) |
|--|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Dawson Geophysical Company-Common Stock \$0.01 par value | 12/01/2015 | | A | | 7,947 | A | \$0 | 643,192 ⁽¹⁾⁽²⁾ | D | |
| Dawson Geophysical Company-Common Stock \$0.01 par value | | | | | | | | 59,249 ⁽³⁾ | I | By spouse |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|-----------------|---|--|--|---|--|
| | | | | | | Date Exercisable | Expiration Date | | | | | |

Explanation of Responses:

- On February 11, 2015, Dawson Operating Company, previously known as Dawson Geophysical Company (the "Predecessor"), merged into a subsidiary of Dawson Geophysical Company, previously known as TGC Industries, Inc. (the "Issuer") (the "Merger"). In connection with the Merger, each share of the Predecessor's common stock, par value \$0.33 1/3 per share, was converted into the right to receive 1.760 shares of the Issuer's common stock, par value \$0.01 per share, after giving effect to a 1-for-3 reverse stock split of the Issuer's common stock, which occurred immediately prior to the Merger. On the effective date of the Merger, the closing price of the Predecessor's common stock was \$10.23, and the closing price of the Issuer's common stock was \$1.95, before giving effect to the 1-for-3 reverse stock split of the Issuer's common stock.
- This Form 4/A amends the Form 4 filed by the Reporting Person on December 3, 2015, as amended on March 1, 2016. The amount of securities directly beneficially owned by the Reporting Person was incorrectly reported as 643,031 shares of common stock, which mistakenly excluded 161 shares of common stock.
- Amended to disclose that Reporting Person disclaims beneficial ownership of common stock owned by spouse.

William J. Barrett 04/04/2017
 ** Signature of Reporting Person Date

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

* 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.

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 Number.