

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED):
October 13, 2005

TGC INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Texas
(State of Incorporation)

001-32472
(Commission File Number)

74-2095844
(IRS Employer Identification No.)

**1304 Summit Ave., Ste 2
Plano, TX 75074**
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(972) 881-1099**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.

Attached hereto as Exhibit 99.1 is the Press Release issued by TGC Industries, Inc. (the "Company") on October 13, 2005, announcing the closing of the Company's public offering of 5.5 million shares of its common stock.

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Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release, dated October 13, 2005.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TGC INDUSTRIES, INC.

Date: October 14, 2005

By: /s/ Wayne A. Whitener
Wayne A. Whitener

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated October 13, 2005.

**NEWS RELEASE**

CONTACTS: Wayne Whitener
Chief Executive Officer
TGC Industries
(972) 881-1099

Jack Lascar, Partner
Karen Roan, SVP

DRG&E (713) 529-6600

FOR IMMEDIATE RELEASE**TGC INDUSTRIES ANNOUNCES CLOSING OF PUBLIC OFFERING**

PLANO, TEXAS – OCTOBER 13, 2005 – TGC Industries, Inc. (AMEX: TGE) today announced the closing of its public offering of 5.5 million shares of its Common Stock at a price of \$7.50 per share. The sale resulted in net proceeds of approximately \$38.1 million.

The Company intends to use the net proceeds from the offering to repurchase stock purchase warrants exercisable into 3,516,645 shares of its Common Stock, to purchase an additional ARAM ARIES recording system and other peripheral seismic equipment, including nine additional vibration vehicles, and for working capital and general corporate purposes.

Oppenheimer & Co. Inc. acted as lead underwriter and book-running manager for this offering, and Sanders Morris Harris Inc. acted as co-manager.

TGC Industries, Inc., based in Plano, Texas, is one of the leading providers of seismic data acquisition services throughout the continental United States.

This press release includes “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward looking statements are based on our current expectations and projections about future events. All statements other than statements of historical fact included in this press release regarding the Company are forward looking statements. There can be no assurance that those expectations and projections will prove to be correct.

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