П

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |  |
|--|--|
| 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

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

| OMB Number:            | 3235-0287 |
|------------------------|-----------|
| Estimated average burd | len       |
| hours per response:    | 0.5       |

| 1. Name and Address of Reporting Person <sup>*</sup><br>McDonald George |  |                | 2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>DAWSON GEOPHYSICAL CO</u> [ DWSN ] |                        | tionship of Reporting Pers<br>all applicable)<br>Director                                 | son(s) to Issuer<br>10% Owner   |  |  |  |  |
|---|--|----------------|--|------------------------|---|---------------------------------|--|--|--|--|
| (Last)<br>508 W. WALL   | (First) (Midale)   |                | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/04/2009                           | х                      | Officer (give title<br>below)<br>Vice Presid  | Other (specify<br>below)<br>ent |  |  |  |  |
| (Street)<br>MIDLAND<br>(City)   | TX<br>(State)  | 79701<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                 | 6. Indiv<br>Line)<br>X | idual or Joint/Group Filing<br>Form filed by One Rep<br>Form filed by More that<br>Person | orting Person                   |  |  |  |  |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                |  |                        |   |                                 |  |  |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3)                   | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   |        |               |         | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|--|---|------------------------------|---|--------|---------------|---------|---|---|---|
|   |  |   | Code                         | v | Amount | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)  |   | (   |
| DWSN-Common Stock, par value \$0.33 1/3 per share | 10/04/2009                                 |   | F                            |   | 3,000  | D             | \$25.99 | 3,400   | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secur<br>Acqu<br>(A) or<br>Dispo<br>of (D)<br>(Instr | sposed<br>(D)<br>str. 3, 4 |                     | piration Date Amount of |       |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|---|----------------------------|---------------------|-------------------------|-------|--|---|--|--|--|
|   |   |  |   | Code                         | v | and 5<br>(A)  | )<br>(D)                   | Date<br>Exercisable | Expiration<br>Date      | Title | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |

Explanation of Responses:

### George McDonald

10/05/2009

\*\* 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.