

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

1. Name and Address of Reporting Person* GARDNER HERBERT M			2. Issuer Name and Ticker or Trading Symbol TGC INDUSTRIES INC [TGE]			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)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/07/2012			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
P O BOX 463			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) WADING RIVER NY 11792								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								652,725 ⁽¹⁾⁽⁵⁾	D	
Common Stock								76,622 ⁽²⁾⁽⁵⁾	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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Nonqualified Stock Option - reload	\$9.92 ⁽⁵⁾							(8)	09/19/2012	Common Stock	9,279 ⁽⁵⁾	9,279 ⁽⁵⁾	D	
Nonqualified Stock Option	\$2.95 ⁽⁵⁾							(3)	10/22/2013	Common Stock	25,536 ⁽⁵⁾	25,536 ⁽⁵⁾	D	
Nonqualified Stock Option	\$3.69 ⁽⁵⁾							(3)	12/03/2014	Common Stock	20,933 ⁽⁵⁾	20,933 ⁽⁵⁾	D	
Nonqualified Stock Option	\$6.02 ⁽⁵⁾							(4)	11/20/2016	Common Stock	17,679 ⁽⁵⁾	17,679 ⁽⁵⁾	D	
Nonqualified Stock Option	\$5.875	08/07/2012		A		18,750		(6)	08/06/2017	Common Stock	18,750	18,750	D	

Explanation of Responses:

- Includes 282,220 shares held in Reporting Persons IRA accounts.
- Reporting Person disclaims beneficial ownership of shares owned by spouse.
- Currently exercisable.
- The option vests 50% on 11-21-2011 and 50% on 11-21-2012.
- Adjusted for the five percent stock dividend paid to all shareholders of record on May 14, 2012.
- The option vests 50% on 8-7-2012 and 50% on 8-7-2013.
- Not applicable.
- Reload option vests six months from date of grant.

Herbert M. Gardner

08/09/2012

** 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.

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