

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>FLYNN EDWARD L</u> (Last) (First) (Middle) <u>7511 MYRTLE AVENUE</u> (Street) <u>GLENDALE NY 11385</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TGC INDUSTRIES INC [TGE]</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>09/26/2013</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

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	09/26/2013		M		26,812	A	\$2.8055	1,333,007 ⁽³⁾	D	
Common Stock	09/26/2013		F		9,118	D	\$8.25	1,323,889 ⁽³⁾	D	
Common Stock								302,931 ⁽¹⁾⁽³⁾	I	By spouse
Common Stock								30,387 ⁽²⁾⁽³⁾	I	By Flynn Meyer PSP&T #1

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	\$2.8055 ⁽³⁾	09/26/2013		M		26,812	(4)	10/22/2013	Common Stock	26,812 ⁽³⁾	\$75,221	0	D	
Nonqualified Stock Option	\$3.52 ⁽³⁾						(4)	12/03/2014	Common Stock	21,979 ⁽³⁾		21,979 ⁽³⁾	D	
Nonqualified Stock Option	\$5.73 ⁽³⁾						(4)	11/20/2016	Common Stock	18,562 ⁽³⁾		18,562 ⁽³⁾	D	
Nonqualified Stock Option	\$5.6 ⁽³⁾						(4)	08/06/2017	Common Stock	19,687 ⁽³⁾		19,687 ⁽³⁾	D	

Explanation of Responses:

- Reporting Person disclaims beneficial ownership of shares owned by spouse.
- Reporting Person disclaims beneficial ownership of the shares owned by Flynn Meyer PSP&T #1 except to the extent of reporting persons pecuniary interest. Reporting person is the plan administrator for Flynn Meyer PSP&T #1
- Adjusted for five percent stock dividend paid to all shareholders of record on May 14, 2013.
- Currently exercisable.

/s/ Edward L. Flynn

09/27/2013

** 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.