SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

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

NELSON ALAN MARK			2. Date of Event Requiring Stater Month/Day/Yea 01/27/2004	ment	3. Issuer Name and Ticker or Trading Symbol DAWSON GEOPHYSICAL CO [Dw 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below)				 VSN] 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 		
(Street) MIDLAND	TX	79701			Vice Presiden	t		X		y One Reporting Person y More than One erson	
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock - \$0.33 1/3 par value					19,391 ⁽¹⁾	D					
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable an Expiration Date (Month/Day/Year)		3. Title and Amount of Securiti Underlying Derivative Security	(Instr. 4) Conve or Exe		rsion	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)		
Common Stock Option			(2)	04/12/2006	6 Common Stock - \$0.33 1/3 par value	5,000	8.65		D		
Common Stock Option			(2)	04/09/2007	7 Common Stock - \$0.33 1/3 par value	5,000	7.4065		D		
Common Stock Option			(2)	11/26/2007	7 Common Stock - \$0.33 1/3 par value	5,000	5.2	1	D		

Explanation of Responses:

1. Includes 15,000 shares of stock options.

2. Option vests at 25% on each annual anniversary and therefore is 100% vested on the fourth anniversary. Any unexercised portion of the option expires on the fifth anniversary.

<u>/s/ Alan Mark Nelson</u>

** Signature of Reporting Person Date

03/11/2004

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 5 (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.