

DAWSON GEOPHYSICAL CO  
Form 8-K  
April 23, 2012

**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): April 23, 2012 (April 20, 2012)

**DAWSON GEOPHYSICAL COMPANY**

(Exact name of Registrant as specified in its charter)

**TEXAS**  
(State of incorporation

or organization)

**001-34404**  
(Commission

file number)

**75-0970548**  
(I.R.S. employer

identification number)

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**508 W. WALL, SUITE 800**

**MIDLAND, TEXAS**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (432) 684-3000**

**79701**  
(Zip code)

(Former name or former address, if changed since last report)

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.**

On April 20, 2012, the Securities and Exchange Commission (the SEC) declared effective the shelf registration statement (File No. 333-180563) filed by Dawson Geophysical Company (the Company) with the SEC on April 4, 2012. The registration statement replaces the Company's previous registration statement, which expired on April 9, 2012, and covers the offer and sale from time to time of up to \$150 million in debt securities, preferred and common stock and warrants. The features of the registration statement allow the Company to sell securities in one or more separate offerings with the size, price and terms to be determined at the time of sale. The terms of any securities offered would be described in a related prospectus to be filed separately with the SEC at the time of the offering.

The Company does not expect to make an offering at this time and has made the filing to enable the Company to act quickly as opportunities arise.

**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.

DAWSON GEOPHYSICAL COMPANY

Date: April 23, 2012

By: /s/ Christina W. Hagan  
Christina W. Hagan  
Executive Vice President, Secretary and

Chief Financial Officer