

DORCHESTER MINERALS, L.P.

Form 4

March 10, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ALLEN H C JR

2. Issuer Name **and** Ticker or Trading
Symbol
DORCHESTER MINERALS, L.P.
[DMLP]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3838 OAK LAWN AVE, SUITE 300
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2016

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

DALLAS, TX 75219

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Units	03/08/2016		P		4,000	A \$ 11.049	11,685 D <u>(1)</u>
Common Units	03/09/2016		P		2,100	A \$ 10.91	13,785 D <u>(1)</u>
Common Units	03/10/2016		P		3,000	A \$ 10.9147	16,785 D <u>(1)</u>
Common Units							31,500.022 D <u>(2)</u>
Common Units							154,840 I <u>(3)</u>

Common Units	5,531	I <u>(4)</u>	.
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Common Units	53,224	I <u>(5)</u>	.
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reported Transaction (Instr. 6)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
ALLEN H C JR 3838 OAK LAWN AVE SUITE 300 DALLAS, TX 75219	X			

Signatures

/s/ H.C. Allen,
Jr. 03/10/2016

****Signature of
Reporting Person**

Date _____

Explanation of Responses:

* 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).

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- (1) These common units are held jointly by Mr. Allen and his spouse in a family trust.
- (2) These common units are held by Mr. Allen in his individual name, IRA or Keogh Plan.

Mr. Allen disclaims beneficial ownership of those common units owned by Rabbitfoot Investments, LLC in which he does not have a pecuniary interest. Rabbitfoot Investments, LLC is owned by Rabbitfoot Ranch and Cattle Company, Ltd. and its general partner is RR&CC Management, Inc. which is owned by Mr. Allen and his spouse.

- (4) Mr. Allen disclaims beneficial ownership of those common units owned by SAM Partners Management, Inc. in which he does not have a pecuniary interest. Mr. Allen is the secretary and a shareholder of SAM Partners Management, Inc.
- (5) Mr. Allen disclaims beneficial ownership of those common units owned by Smith Allen Oil & Gas, LLP in which he does not have a pecuniary interest. Mr. Allen is the secretary and a shareholder of Smith Allen Oil & Gas, LLP.

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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