

DAWSON GEOPHYSICAL CO  
Form 8-K  
January 24, 2014

**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): January 24, 2014 (January 21, 2014)**

**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)**

**508 W. WALL, SUITE 800**

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

**79701**  
**(Zip code)**

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

**(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 5.07. Submission of Matters to a Vote of Security Holders.**

The Company's Annual Meeting of Shareholders was held on January 21, 2014.

The following proposals were adopted by the margins indicated:

**1. To elect a Board of Directors to hold office until the next annual meeting of shareholders and until their successors are elected and qualified.**

Director Name	Number of Shares		
	For	Withheld	Broker Non-Votes
Craig W. Cooper	5,195,728	725,847	1,377,714
Gary M. Hoover	5,188,130	733,445	1,377,714
Stephen C. Jumper	5,187,211	734,364	1,377,714
Ted R. North	5,195,045	726,530	1,377,714
Tim C. Thompson	5,183,436	738,139	1,377,714

**2. To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending September 30, 2014.**

	Number of Shares
For	6,147,836
Against	33,853
Abstain	831,748

**3. To approve, on an advisory basis, the executive compensation of the named executive officers.**

	Number of Shares
For	4,897,952
Against	634,048
Abstain	103,723
Broker Non-Votes	1,377,714

**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: January 24, 2014

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