

DORCHESTER MINERALS, L.P.

Form 8-K

January 15, 2015

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 15, 2015**

**DORCHESTER MINERALS, L.P.**

**(Exact name of Registrant as specified in its charter)**

Delaware                                      000-50175      81-0551518  
(State or other jurisdiction of      Commission (I.R.S. Employer  
incorporation or organization      File Number      Identification No.)

**3838 Oak Lawn, Suite 300, Dallas, Texas 75219**

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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (214) 559-0300

N/A

(Former name, former address and former fiscal year, 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 2.02 Results of Operations and Financial Condition**

The Registrant is furnishing its press release dated January 15, 2015 which announces the Registrant's cash distribution for the quarter ended December 31, 2014. The press release is attached hereto as Exhibit 99.1 to this Form 8-K and incorporated herein by reference.

**Item 7.01**

**And 9.01 Regulation FD Disclosure and Financial Statements and Exhibits**

(c) Exhibits

<sup>99.1</sup> Press Release dated January 15, 2015 announcing the Registrant's cash distribution for the quarter ended December 31, 2014. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

See Item 2.02. Results of Operations and Financial Condition.

Limitation on Incorporation by Reference

In accordance with general instructions B.2 and B.6 of Form 8-K, the information disclosed in this report under Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, and shall not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended.

**SIGNATURE**

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, thereunto duly authorized.

DORCHESTER  
MINERALS, L.P.

Registrant

by Dorchester Minerals  
Management LP

its General Partner,

by Dorchester Minerals  
Management GP LLC

its General Partner

Date: January 15, 2015

By: /s/ William Casey  
McManemin  
William  
Casey  
McManemin  
Chief  
Executive Officer