

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): February 21, 2013

**DORCHESTER MINERALS, L.P.**  
(Exact name of Registrant as specified in its charter)

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

3838 Oak Lawn, Suite 300, Dallas, Texas 75219  
(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 February 21, 2013 which announces the Registrant's results for the year ended December 31, 2012. 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

99.1 Press Release dated February 21, 2013 announcing the Registrant's results for the year ended December 31, 2012. 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: February 21, 2013

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

## NEWS RELEASE

## Dorchester Minerals, L.P.

Release Date: February 21, 2013

3838 Oak Lawn Ave., Suite 300

Dallas, Texas 75219-4541

Contact: Casey McManemin

(214) 559-0300

**DORCHESTER MINERALS, L.P. ANNOUNCES 2012 RESULTS**

DALLAS, TEXAS -- Dorchester Minerals, L.P. (the "Partnership") (NASDAQ-DMLP) announced today the Partnership's net income for the year ended December 31, 2012 of \$38,022,000, or \$1.20 per common unit.

A comparison of the Partnership's consolidated results for the twelve month periods ending December 31, 2012 and 2011 are set forth below:

	Twelve Months Ended December 31,	
	2012	2011
Operating Revenues	\$ 63,204,000	\$ 69,489,000
Net Income	38,022,000	42,215,000
Net Income Per Common Unit	\$1.20	\$1.33

The Partnership's operating revenues during the twelve months ending December 31, 2012 are lower than 2011 primarily due to lower natural gas prices, partially offset by increased lease bonus and oil production.

The Partnership's independent engineering consultants estimated its total proved oil and gas reserves to be 86.0 billion cubic feet of natural gas equivalents (bcfe) as of December 31, 2012. Approximately 33.9% of these reserves are attributable to the Partnership's Net Profits Interests and 66.1% are attributable to its Royalty Properties. Natural gas accounted for 74.6% of proved reserves as of December 31, 2012, all of which were classified as proved developed producing.

The Partnership distributed a total of \$54.4 million to its common unitholders from May 2012 through February 2013 attributable to 2012 activity.

Dorchester Minerals, L.P. is a Dallas based owner of producing and non-producing crude oil and natural gas mineral, royalty, overriding royalty, net profits, and leasehold interests and its common units trade on the NASDAQ Global Select Market under the symbol DMLP.

**FORWARD-LOOKING STATEMENTS**

Portions of this document may constitute "forward-looking statements" as defined by federal law. Such statements are subject to certain risks, uncertainties and assumptions. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those anticipated, estimated or projected. Examples of such uncertainties and risk factors include, but are not limited to, changes in the price or demand for oil and natural gas, changes in the operations on or development of the Partnership's properties, changes in economic and industry conditions and changes in regulatory requirements (including changes in environmental requirements) and the Partnership's financial position, business strategy and other plans and objectives for future operations. These and other factors are set forth in the Partnership's filings with the Securities and Exchange Commission.