

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Rochelle Martha</u> (Last) (First) (Middle) 3838 OAK LAWN AVE SUITE 300 (Street) DALLAS TX 75219 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DORCHESTER MINERALS, L.P. [DMLP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/03/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units	03/03/2020		S		14,600	D	\$14.9 ⁽¹⁾	48,744 ⁽³⁾	I	See footnote ⁽⁴⁾⁽⁵⁾
Common Units	03/04/2020		S		5,400	D	\$14.69 ⁽²⁾	43,344 ⁽³⁾	I	See footnote ⁽⁴⁾⁽⁵⁾
Common Units	03/04/2020		S		5,000	D	\$14.7	38,344 ⁽³⁾	I	See footnote ⁽⁴⁾⁽⁵⁾
Common Units	03/04/2020		S		5,000	D	\$14.6	33,344 ⁽³⁾	I	See footnote ⁽⁴⁾⁽⁵⁾
Common Units								358,486 ⁽³⁾	I	See footnote ⁽⁶⁾
Common Units								437,546 ⁽³⁾	I	See footnote ⁽⁵⁾⁽⁷⁾
Common Units								64,174 ⁽³⁾	I	See footnote ⁽⁸⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- The price reported in Column 4 is a weighted average price. These Common Units were sold in multiple transactions at prices ranging from \$14.90 to \$14.915, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Units sold at each separate price within the ranges set forth in footnotes (1) and (2) to this Form 4.
- The price reported in Column 4 is a weighted average price. These Common Units were sold in multiple transactions at prices ranging from \$14.65 to \$14.90, inclusive.
- The reporting person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for Section 16 or any other purpose.
- These common units are owned directly by The Peak Revocable Living Trust (the "Peak Trust"). The reporting person is a trustee of the trust.
- On February 21, 2020, 64,344 Common Units were distributed to the Peak Trust by HighPoint 435 Family LP ("HighPoint") in a transaction exempt from reporting pursuant to Rule 16a-13.
- These Common Units are owned directly by the Martha Ann Peak A Trust, of which the reporting person is the trustee and beneficiary.
- These Common Units are owned directly by HighPoint. The reporting person is a Co-Manager of 425PAP, LLC, the general partner of HighPoint.
- These Common Units are owned directly by the MARI Trust, of which the reporting person is the trustee and beneficiary.

/s/ Martha Rochelle 03/05/2020
 ** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.