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

FORM 10-K

(Mark One)

☒ **ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**
For the fiscal year ended: December 31, 2016

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**
For the transition period from________ to ________.

Commission file No.: 1-737

TEXAS PACIFIC LAND TRUST
(Exact Name of Registrant as Specified in its Charter)

Not Applicable	75-0279735
(State or Other Jurisdiction of Incorporation or Organization)	**(I.R.S. Employer Identification Number)**

1700 Pacific Avenue, Suite 2770 Dallas, Texas	75201
(Address of Principal Executive Offices)	**(Zip Code)**

Registrant's telephone number, including area code: (214) 969-5530

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Name of Each Exchange on Which Registered**
Sub-shares in Certificates of Proprietary Interest (par value $.03-1/3 per share)	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act:

None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes ☑ No ☐

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes ☐ No ☑

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☑ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web Site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☑ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ☑

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check One)

Large accelerated filer ☑	Accelerated filer ☐
Non-accelerated filer ☐	Smaller reporting company ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☑

The aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of the registrant's most recently completed second fiscal quarter (June 30, 2016) was approximately $1,301,744,181.

DOCUMENTS INCORPORATED BY REFERENCE:

None.

Cautionary Statement Regarding Forward-Looking Statements

Statements in this Annual Report on Form 10-K that are not purely historical are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, including statements regarding management's expectations, hopes, intentions or strategies regarding the future. Forward-looking statements include statements regarding the Trust's future operations and prospects, the markets for real estate in the areas in which the Trust owns real estate, applicable zoning regulations, the markets for oil and gas, production limits on prorated oil and gas wells authorized by the Railroad Commission of Texas, expected competition, management's intent, beliefs or current expectations with respect to the Trust's future financial performance and other matters. All forward-looking statements in this Report are based on information available to us as of the date this Report is filed with the Securities and Exchange Commission, and we assume no responsibility to update any such forward-looking statements, except as required by law. All forward-looking statements are subject to a number of risks, uncertainties and other factors that could cause our actual results, performance, prospects or opportunities to differ materially from those expressed in, or implied by, these forward-looking statements. These risks, uncertainties and other factors include, but are not limited to, the factors discussed in Item 1A "Risk Factors" and Item 7 "Management's Discussion and Analysis of Financial Condition and Results of Operations."

PART I

Item 1. Business.

(a) General Development of Business. The registrant (hereinafter called "Texas Pacific" or the "Trust") was organized under a Declaration of Trust, dated February 1, 1888, to receive and hold title to extensive tracts of land in the State of Texas, previously the property of the Texas and Pacific Railway Company, and to issue transferable Certificates of Proprietary Interest pro rata to the holders of certain debt securities of the Texas and Pacific Railway Company. The Trustees are empowered under the Declaration of Trust to manage the lands with all the powers of an absolute owner, and to use the lands and the proceeds of sale of the lands, either to pay dividends to the Certificate holders or to buy in and cancel outstanding Certificates. The Trust's income is derived primarily from oil and gas royalties, easements and sundry income, land sales, grazing leases, and interest. This method of operation has continued through the present. During the last five years there has not been any reorganization, disposition of any material amount of assets not in the ordinary course of business (although in the ordinary course of business Texas Pacific does sell or lease large tracts of land owned by it), or any material change in the mode of conducting business.

Texas Pacific's income from oil and gas royalties has been limited in the past by the level of production authorized for prorated wells each year by the regulations of the Railroad Commission of the State of Texas. The monthly percentage of allowable production has averaged 100% in recent years, but, because of the limited capacity of older wells and other operating problems, the percentage permitted by the Railroad Commission may not be produced by all operators.

(b) Financial Information about Industry Segments. Texas Pacific does not have identifiable industry segments, although, as shown in the Statements of Income and Total Comprehensive Income included in the financial statements incorporated by reference in Item 8 of this Report on Form 10-K (the "Report"), land sales, oil and gas royalties, easements and sundry income, grazing leases, and interest income are the major contributors to the income of Texas Pacific. The Trust's management views its operations as one segment and believes the only significant activity is managing the land which was conveyed to the Trust in 1888. Managing the land includes sales and leases of such land and the retention of oil and gas royalties. See the Statements of Income and Total Comprehensive Income for additional sources of income for the last three (3) years of Texas Pacific.

(c) Narrative Description of Business. As previously indicated, the business done and intended to be done by Texas Pacific consists of sales and leases of land owned by it, retaining oil and gas royalties and the overall management of the land owned by it.

(i) During the last three fiscal years each of the following items has accounted for at least fifteen percent (15%) of total revenues.

	2016	2015	2014
Oil and Gas Royalties	50%	31%	53%
Land Sales	*	28%	*
Easements and Sundry Income	44%	40%	39%

*Denotes less than 15%

(ii) Texas Pacific is not in the business of development of new products.

(iii) Raw materials are not necessary to the business of Texas Pacific.

(iv) Patents, trademarks, licenses, franchises or concessions held are not material to any business of Texas Pacific.

(v) The business of Texas Pacific is not seasonal in nature, as that term is generally understood, although land sales may vary widely from year to year and quarter to quarter.

(vi) The business of Texas Pacific does not require Texas Pacific to maintain any particular amount or item of working capital.

(vii) During 2016, Texas Pacific received $8,612,286, or approximately 12.5% of its total revenues (including deferrals), which included $4,189,071, or approximately 14.0% of its oil and gas royalty income and $4,423,215, or approximately 12.4% of its easements and sundry income (including deferrals), from Anadarko E&P Onshore, LLC. Texas Pacific also received $7,709,534, or approximately 11.2% of its total revenues (including deferrals), which included $7,695,734, or approximately 25.7% of its oil and gas royalty income, from Chevron USA, Inc during 2016. Lastly, Texas Pacific received $3,813,102, or approximately 12.7% of its oil and gas royalty income, from EOG Resources during 2016.

(viii) Backlogs are not relevant to an understanding of Texas Pacific's business.

(ix) No material portion of Texas Pacific's business is subject to renegotiation or termination at the election of the Government.

(x) The Trust does not have competitors, as such, in that it sells, leases and generally manages land owned by it and, to that extent, any owner of property located in areas comparable to the Trust is a potential competitor.

(xi) Research activities relating to the development of new products or services or to the improvement of existing products or services are not material to the Trust's business.

(xii) Compliance with Federal, State and local provisions that have been enacted or adopted regulating the discharge of materials into the environment, or otherwise relating to the protection of the environment, have had no material effect upon the capital expenditures, earnings and competitive position of Texas Pacific. To date, Texas Pacific has not been called upon to expend any funds for these purposes.

(xiii) As of February 28, 2017, Texas Pacific had ten (10) full-time employees.

(d) Financial Information about Geographic Areas. Texas Pacific does not have any foreign operations. For each of its last three fiscal years, all of the Trust's revenues have been derived from, and all of its long-lived assets have been located in, the United States.

(e) Available Information. The Trust makes available, free of charge, on or through its Internet website copies of its Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q, Current Reports on Form 8-K and amendments to those reports as soon as reasonably practicable after they are electronically filed with, or furnished to, the Securities and Exchange Commission (the "SEC") pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (the "Exchange Act"). We maintain our website at http://www.TPLTrust.com. The information contained on our website is not part of this Report.

Item 1A: Risk Factors.

An investment in our securities involves a degree of risk. The risks described below are not the only ones facing us. Additional risks not presently known to us or that we currently deem immaterial may also have a material adverse effect on us. If any of the following risks actually occur, our financial condition, results of operations, cash flows or business could be harmed. In that case, the market price of our securities could decline and you could lose part or all of your investment.

Global economic conditions may materially and adversely affect our business.

Our business and results of operations are affected by international, national and regional economic conditions. A recurrence of recessionary conditions in the United States and elsewhere may lead to reduced industrial production which, in turn, may lead to lower demand and lower prices for oil and gas, which may adversely affect our results of operations.

The Trust's oil and gas royalty revenue is dependent upon the market prices of oil and gas which fluctuate.

The oil and gas royalties which the Trust receives are dependent upon the market prices for oil and gas. The market prices for oil and gas are subject to national and international economic and political conditions and, in the past, have been subject to significant price fluctuations. Price fluctuations for oil and gas have been particularly volatile in recent years. Although the Trust's oil and gas royalties benefited from the substantial increases in the market prices for oil and gas in past years, when lower market prices for oil and gas occur they will have an adverse effect on our oil and gas royalty revenues.

The Trust is not an oil and gas producer. Its revenues from oil and gas royalties are subject to the actions of others.

The Trust is not an oil and gas producer. Its oil and gas income is derived from perpetual non-participating oil and gas royalty interests which it has retained. As wells age the costs of production may increase and their capacity may decline absent additional investment. However, the owners and operators of the oil and gas wells make all decisions as to investments in, and production from, those wells and the Trust’s royalties will be dependent upon decisions made by those operators, among other factors. The Railroad Commission of the State of Texas sets authorized production levels for pro rated wells by regulation. The monthly percentage of allowable production has averaged 100% in recent years. However, in the past the Trust’s income from oil and gas royalties has been limited by the production levels authorized by the Railroad Commission and we cannot assure you that they may not be so limited in the future.

Our revenues from the sale of land are subject to substantial fluctuation. We are a passive seller of land and land sales are subject to many factors that are beyond our control.

Land sales vary widely from year to year and quarter to quarter. The total dollar amount, the average price per acre, and the number of acres sold in any one year or quarter should not be assumed to be indicative of land sales in the future. The Trust is a passive seller of land and does not actively solicit sales of land. The demand for, and the sale price of, any particular tract of the Trust’s land is influenced by many factors, including the national and local economies, rate of oil and gas well development by operators, the rate of residential and commercial development in nearby areas, livestock carrying capacity and the condition of the local agricultural industry, which itself is influenced by range conditions and prices for livestock and agricultural products. Approximately 99% of the Trust’s land is classified as ranch land and intermingled with parcels owned by third parties to form ranching units. The Trust’s ability to sell ranch land is, therefore, largely dependent on the actions of adjoining landowners.

The Trust’s remaining holdings of land in metropolitan areas are limited.

The sale price of land suitable for development in metropolitan areas is generally substantially higher than the price of land in rural or ranching areas. The Trust’s remaining holdings of land suitable for development in metropolitan areas are limited.

If the liability of holders of Certificates of Proprietary Interest and Sub-shares were to be found to be governed by the laws of Texas, holders of Certificates of Proprietary Interest and Sub-shares might be held to have personal liability for claims against the Trust, to the extent such claims exceeded the assets of the Trust.

The Declaration of Trust which established the Trust was executed and delivered in New York. Under the laws of the State of New York, the holders of Certificates of Proprietary Interest and Sub-shares are not subject to any personal liability for the acts or obligations of the Trust. The assets of the Trust are located in Texas. Under the laws of the State of Texas the holders of Certificates of Proprietary Interest and Sub-shares may be held personally liable with respect to claims against the Trust, but only after the assets of the Trust first have been exhausted. Thus, if a court were to hold that the liability of holders of Certificates of Proprietary Interest and Sub-shares for obligations is governed by the laws of Texas, rather than New York, it is possible that holders of Certificates of Proprietary Interest and Sub-shares might be held to have personal liability for claims against the Trust to the extent such claims exceeded all of the Trust’s assets.

The Trustees are not subject to annual election and, as a result, the ability of the holders of Certificates of Proprietary Interest and Sub-shares to influence the policies of the Trust may be limited.

Directors of a corporation are generally subject to election at each annual meeting of stockholders or, in the case of staggered boards, at regular intervals. Under the Declaration of Trust, however, the Trust is not required to hold annual meetings of holders of Certificates of Proprietary Interest and Sub-shares to elect Trustees and Trustees generally hold office until their death, resignation or disqualification. As a result, the ability of holders of Certificates of Proprietary Interest and Sub-shares to effect changes in the Board of Trustees, and the policies of the Trust, is significantly more limited than that of the stockholders of a corporation.

Our results of operations for any quarter are not necessarily indicative of our results of operations for a full year.

Sales of land fluctuate from quarter to quarter. Revenues from oil and gas royalties may also fluctuate from quarter to quarter based upon market prices for oil and gas and production decisions made by the operators. As a result, the results of our operations for any particular quarter are not necessarily indicative of the results of operations for a full year.

Item 1B: Unresolved Staff Comments.

Not Applicable.

Item 2: Properties.

As of December 31, 2016, Texas Pacific Land Trust owned the surface estate in approximately 887,553 acres of land, comprised of numerous separate tracts, located in 18 counties in the western part of Texas. There were no material liens or encumbrances on the Trust's title to the surface estate in those tracts.

The Trust also owns a 1/128 nonparticipating perpetual oil and gas royalty interest under 85,414 acres of land and a 1/16 nonparticipating perpetual oil and gas royalty interest under 373,777 acres of land in the western part of Texas. Generally speaking, if the Trust sells the surface estate in real property with respect to which it holds a perpetual oil and gas royalty interest, that oil and gas royalty interest is excluded from the sale and retained by the Trust.

At December 31, 2016, grazing leases were in effect on over 99 percent or approximately 885,867 acres of the Trust's land. The Trust regularly enters into grazing leases with many different local ranchers which grant the ranch owner lessees the right to graze livestock on the Trust's properties. These leases are generally in a standard form common in the locality. Grazing leases are generally entered into for terms ranging from three (3) to five (5) years. The Trust generally retains the right to cancel a grazing lease upon thirty (30) days notice in the event of a sale of the land. No individual grazing lease is material to the Trust.

Approximately 774.6 acres of land were sold in 2016.

The Trust leases office space in Dallas, Texas.

Item 3: Legal Proceedings.

Texas Pacific is not involved in any material pending legal proceedings.

Item 4: Mine Safety Disclosures.

Not Applicable.

PART II

Item 5: Market for Registrant's Common Equity, Related Security Holder Matters and Issuer Purchases of Equity Securities.

The principal United States market on which Sub-shares in the Trust's Certificates of Proprietary Interest are traded is the New York Stock Exchange, under the symbol "TPL". The range of reported sale prices for Sub-shares on the New York Stock Exchange for each quarterly period during the past two fiscal years was as follows:

	2016		2015	
	High	Low	High	Low
1st Quarter	$ 155.00	$ 104.06	$ 151.49	$ 106.24
2nd Quarter	$ 174.75	$ 143.00	$ 164.47	$ 140.06
3rd Quarter	$ 242.52	$ 156.00	$ 148.61	$ 96.54
4th Quarter	$ 307.79	$ 235.03	$ 153.60	$ 119.80

Certificates of Proprietary Interest and Sub-shares are interchangeable in the ratio of one Certificate for 3,000 Sub-shares or 3,000 Sub-shares for one Certificate of Proprietary Interest. Texas Pacific has paid a cash dividend each year for the preceding 60 years. The cash dividend was $.31 per Sub-share in 2016 and $.29 per Sub-share in 2015 and was paid during the first quarter of each year. Texas Pacific is not a party to any agreement that would limit its ability to pay dividends in the future, although any future dividends are subject to the discretion of the Board of Trustees and will depend upon the Trust's earnings, capital requirements and financial position, applicable requirements of law, general economic conditions and other factors considered relevant by the Board of Trustees.

The approximate numbers of holders of Certificates of Proprietary Interest and Sub-shares, respectively, as of January 31, 2017, were as follows:

Certificates of Proprietary Interest	–
Sub-shares in Certificates of Proprietary Interest	278
TOTAL	278

The Trust has not incorporated equity-related compensation elements in its compensation programs. During the year ended December 31, 2016, the Trust did not sell any equity securities.

During the fourth quarter of 2016, the Trust repurchased Sub-share certificates as follows:

Period	Total Number of Sub-shares Purchased	Average Price Paid per Sub-share	Total Number of Sub-shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Number (or Approximate Dollar Value) of Sub-shares that May Yet Be Purchased Under the Plans or Programs
October 1, through October 31, 2016	10,745	$ 259.33	–	–
November 1, through November 30, 2016	10,436	$ 264.59	–	–
December 1, through December 31, 2016	2,466	$ 299.62	–	–
Total	23,647*	$ 265.85	–	–

* The Trust purchased and retired 23,647 Sub-shares in the open market.

Item 6: Selected Financial Data.

The selected financial data set forth below for the years ended December 31, 2016, 2015, 2014, 2013 and 2012, were derived from our audited financial statements. The data presented below should be read in conjunction with Item 7 "Management's Discussion and Analysis of Financial Condition and Results of Operations" and the Financial Statements and Notes thereto incorporated by reference in Item 8 "Financial Statements and Supplementary Data."

	Year Ended December 31,				
	2016	2015	2014	2013	2012
Gross income	$ 59,940,467	$ 79,442,293	$ 55,216,753	$ 44,121,079	$ 32,606,891
Expenses	4,853,547	4,159,271	3,785,199	3,978,501	3,284,005
Income before income taxes	55,086,920	75,283,022	51,431,554	40,142,578	29,322,886
Income taxes	17,847,370	25,244,515	16,666,534	12,924,070	9,675,068
Net income	$ 37,239,550	$ 50,038,507	$ 34,765,020	$ 27,218,508	$ 19,647,818
Net income per Sub-share	$ 4.66	$ 6.10	$ 4.14	$ 3.16	$ 2.20
Dividends per Sub-share*	$ .31	$ .29	$ .27	$ .00	$ .48
Average number of Sub-shares outstanding	7,989,030	8,197,632	8,397,314	8,601,171	8,939,045

	As of December 31,				
	2016	2015	2014	2013	2012
Total assets, exclusive of property with no assigned value	$ 62,453,929	$ 50,435,545	$ 33,102,488	$ 22,356,948	$ 21,186,872

*The figure for 2012 includes a $.25 dividend for 2013 which was paid in the fourth quarter of 2012.

Item 7: Management's Discussion and Analysis of Financial Condition and Results of Operations.

The following discussion and analysis should be read together with the factors discussed in Item 1A "Risk Factors" and with the Financial Statements, including the Notes thereto, and the other financial information appearing elsewhere in this Report. Period-to-period comparisons of financial data are not necessarily indicative, and therefore should not be relied upon as indicators, of the Trust's future performance. Words or phrases such as "does not believe" and "believes," or similar expressions, when used in this Form 10-K or other filings with the SEC, are intended to identify "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995.

Overview

The Trust was organized in 1888 and holds title to extensive tracts of land in numerous West Texas counties which were previously the property of the Texas and Pacific Railway Company. We continue to manage those lands for the benefit of the holders of Certificates of Proprietary Interest in the Trust (and/or Sub-shares in the Certificates of Proprietary Interest). Our revenues are derived primarily from oil and gas royalties, easements and sundry income, sales of land, grazing leases of the land and interest. Due to the nature of our operations, our revenue is subject to substantial fluctuations from quarter to quarter and year to year. We are a passive seller of land and do not actively solicit sales of land. In addition, the demand for, and sale price of, particular tracts of land is influenced by many factors beyond our control, including general economic conditions, the rate of development in nearby areas and the suitability of the particular tract for the ranching uses prevalent in western Texas. The Trust is not an oil and gas producer. Rather, its oil and gas revenue is derived from retained perpetual non-participating oil and gas royalty interests. Thus, in addition to being subject to fluctuations in response to the market prices for oil and gas, our oil and gas royalty revenues are also subject to decisions made by the owners and operators of the oil wells to which our royalty interests relate as to investments in and production from those wells. We monitor production reports by the oil and gas companies to assure that we are being paid the appropriate royalties. We review conditions in the agricultural industry in the areas in which our lands are located and seek to keep as much of our lands as possible under lease to local ranchers. In recent years, we have been successful at keeping over 99% of our land subject to grazing leases.

Results of Operations

The Trust's primary sources of income are revenue derived from sales of land, either for cash or a combination of cash and mortgage notes, and revenue derived from the Trust's land and royalty interests.

2016 Compared to 2015

Total operating and investing revenues in 2016 aggregated $59,940,467, a decrease of $19,501,826, or 24.5%, from the $79,442,293 of total operating and investing revenues recorded in 2015. This decrease resulted primarily from decreases in land sales and, to a lesser extent, easements and sundry income. These decreases were partially offset by an increase in oil and gas royalties. Earnings per Sub-share certificate were $4.66 for 2016 compared to $6.10 in 2015. The Trust purchased and retired 190,750 Sub-shares during 2016, leaving 7,927,314 Sub-shares outstanding at December 31, 2016.

Land sales in 2016 were $2,945,505 compared to $22,616,635 in 2015, a decrease of $19,671,130, or 87.0%. A total of approximately 774.6 acres were sold in 2016 at an average price of $3,803 per acre, compared to 20,941 acres in 2015 at an average price per acre of $1,080.

Rentals, royalties and other income (including interest on investments) were $56,994,962 in 2016 compared to $56,825,658 in 2015.

Oil and gas royalty revenue in 2016 was $29,996,962 compared to $24,860,205 in 2015, an increase of 20.7%. Oil royalty revenue was $21,985,829 and gas royalty revenue was $8,011,133 in 2016. Crude oil production subject to the Trust's royalty interest increased 48.3% in 2016 from 2015. This increase in production was offset by a 20.3% decrease in the average price per royalty barrel of crude oil received during 2016 compared to 2015. Total gas production subject to the Trust's royalty interest increased 36.8%, and the average price of gas received decreased by 6.1% in 2016 compared to 2015.

Grazing lease income in 2016 was $489,982 compared to $483,989 in 2015, an increase of 1.2%. This increase is primarily caused by an increase in rates for renewing grazing leases partially offset by the reduction in acres available to lease due to land sale activity.

Interest revenue (including interest on investments) was $37,349 in 2016 compared to $68,306 in 2015, a decrease of 45.3%. Interest income from notes receivable amounted to $8,279 in 2016 compared to $40,866 in 2015. This decrease is primarily due to principal prepayments received on notes due to the Trust. At year-end 2016, notes receivable from land sales were $94,971 compared to $139,114 at year end 2015. Interest income earned from investments amounted to $29,070 in 2016 and $27,440 in 2015, respectively. Total principal cash payments on notes receivable were $44,143 in 2016 including $15,803 of prepaid principal.

Easements and sundry income in 2016 was $26,470,669 compared to $31,413,158 in 2015, a decrease of 15.7%. This decrease resulted primarily from a decrease in the amount of pipeline easement income to $9,738,342 for 2016 compared to $18,182,259 in 2015. The Trust is currently moving toward the use of term easements (in lieu of perpetual easements) which will require us to gradually recognize the income for easements over the life of the agreement (the bulk of which are 10-year agreements), in lieu of recognizing it all at the beginning of the term of the easement. As a result, $7,809,669 of easement income received in 2016 was deferred and therefore not reflected in the statements of income and total comprehensive income in the current year. This was also the primary reason for the 356.5% increase in unearned revenue. The decrease in pipeline easement income was partially offset by an increase in sundry lease rental income and sundry income. Easements and sundry income is unpredictable and may vary significantly from period to period.

Taxes, other than income taxes, were $1,779,277 in 2016 compared to $1,476,576 in 2015. Oil and gas production taxes were $1,612,180 in 2016 compared to $1,324,909 in 2015. Ad valorem taxes were $107,123 in 2016 compared to $94,219 in 2015. Lastly, employment taxes were $59,974 in 2016 compared to $57,448 in 2015.

All other expenses were $3,074,270 in 2016 compared to $2,682,695 in 2015. This increase resulted primarily from the data conversion portion of a project that began in the third quarter of 2015 to enhance the information systems of the Trust and, to a lesser extent, increases in legal and professional fees and salaries and related employee benefits expense.

2015 Compared to 2014

Total operating and investing revenues in 2015 aggregated $79,442,293, an increase of $24,225,540, or 43.9%, from the $55,216,753 of total operating and investing revenues recorded in 2014. This increase resulted primarily from increases in land sales and easements and sundry income. These increases were partially offset by decreases in oil and gas royalties and interest income from notes receivable. Earnings per Sub-share certificate were $6.10 for 2015 compared to $4.14 in 2014. The Trust purchased and retired 204,335 Sub-shares during 2015, leaving 8,118,064 Sub-shares outstanding at December 31, 2015.

Land sales in 2015 were $22,616,635 compared to $3,698,312 in 2014, an increase of $18,918,323, or 511.5%. A total of approximately 20,941 acres were sold in 2015 at an average price of $1,080 per acre, compared to 1,950 acres in 2014 at an average price per acre of $1,897.

Rentals, royalties and other income (including interest on investments) were $56,825,658 in 2015 compared to $51,518,441 in 2014, an increase of 10.3%.

Oil and gas royalty revenue in 2015 was $24,860,205 compared to $29,346,103 in 2014, a decrease of 15.3%. Oil royalty revenue was $18,607,031 and gas royalty revenue was $6,253,174 in 2015. Crude oil production subject to the Trust's royalty interest increased 47.2% in 2015 from 2014. This increase in production was offset by a 44.5% decrease in the average price per royalty barrel of crude oil during 2015 compared to 2014. Total gas production increased 39.4%, and the average price of gas decreased by 31.9% in 2015 compared to 2014.

Grazing lease income in 2015 was $483,989 compared to $500,292 in 2014, a decrease of 3.3%. This decrease is caused by the reduction in acres available to lease due to land sale activity.

Interest revenue (including interest on investments) was $68,306 in 2015 compared to $154,814 in 2014, a decrease of 55.9%. Interest on notes receivable amounted to $40,866 in 2015 compared to $140,291 in 2014. This decrease is primarily due to principal prepayments received on notes due to the Trust. At year end 2015, notes receivable from land sales were $139,114 compared to $923,115 at year end 2014. Interest on investments amounted to $27,440 in 2015 and $14,523 in 2014, respectively. Total principal cash payments on notes receivable were $784,001 in 2015 including $713,062 of prepaid principal.

Easements and sundry income in 2015 was $31,413,158 compared to $21,517,232 in 2014 due to a continued increase in drilling and exploration activity on land owned by the Trust. This increase resulted primarily from an increase in the amount of pipeline easement income to $18,182,259 for 2015, an increase of $8,997,209, or 98.0%, from the $9,185,050 received in 2014. This increase was partially offset by decreases in sundry lease rental income and seismic easement income. Easements and sundry income is unpredictable and may vary significantly from period to period.

Taxes, other than income taxes, were $1,476,576 in 2015 compared to $1,692,256 in 2014. Oil and gas production taxes were $1,324,909 in 2015 compared to $1,540,735 in 2014. Ad valorem taxes were $94,219 in 2015 compared to $97,054 in 2014. All other expenses were $2,682,695 in 2015 compared to $2,092,943 in 2014. This increase resulted primarily from increases in salaries and related employee benefits expense, legal and professional fees expense and a project that began in the third quarter of 2015 to enhance the information systems of the Trust.

Liquidity

The Trust's principal sources of liquidity are its revenues from oil and gas royalties, easements and sundry income, and land sales. In the past, these sources have generated more than adequate amounts of cash to meet the Trust's needs and, in the opinion of management, should continue to do so in the foreseeable future.

Off-Balance Sheet Arrangements

The Trust has not engaged in any off-balance sheet arrangements.

Tabular Disclosure of Contractual Obligations

The Trust executed a ten year extension to its office lease in 2015. The new expiration date of the lease is March 31, 2025. As of December 31, 2016, the Trust's known contractual obligations were as follows:

	Payment Due by Period				
Contractual Obligations	Total	Less than 1 Year	1-3 Years	3-5 Years	More than 5 Years
Long-term debt obligations	$ –	$ –	$ –	$ –	$ –
Capital lease obligations	–	–	–	–	–
Operating lease obligations	698,605	75,224	158,298	168,764	296,319
Purchase obligations	–	–	–	–	–
Other long-term liabilities reflected on the Trust's balance sheet under GAAP	–	–	–	–	–
Total	$ 698,605	$ 75,224	$ 158,298	$ 168,764	$ 296,319

Effects of Inflation

We do not believe that inflation has had a material impact on our operating results. We cannot assure you, however, that future increases in our costs will not occur or that any such increases that may occur will not adversely affect our results of operations.

Critical Accounting Policies and Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements. It is our opinion that we fully disclose our significant accounting policies in the Notes to the Financial Statements. Consistent with our disclosure policies, we include the following discussion related to what we believe to be our most critical accounting policies that require our most difficult, subjective or complex judgment.

Valuation of Notes Receivable - Management of the Trust monitors delinquencies to assess the propriety of the carrying value of its notes receivable. At the point in time that notes receivable become delinquent, management reviews the operations information of the debtor and the estimated fair value of the collateral held as security to determine whether an allowance for losses is required. Any required allowance for losses is recorded in the period of determination. At December 31, 2016 and 2015, there were no significant delinquencies and, as such, no allowances for losses have been recorded.

Valuation of Real Estate Acquired Through Foreclosure - The value of real estate acquired through foreclosure is established at the lower of cost or fair value less disposition costs at the date of foreclosure. Cost is considered to be the aggregate of the outstanding principal and interest, past due ad valorem taxes and other fees associated with the foreclosure. Subsequent to the foreclosure date, valuations are periodically performed or obtained by management when events or changes in circumstances indicate that the full carrying amount may not be recoverable. At such time, a valuation allowance is established to reduce the carrying value to the estimated fair value. Valuation of the real estate is based on the estimates of management and is subject to judgment. At December 31, 2016 and 2015, no valuation allowances were recorded.

Gain Recognition on Land Sales - Accounting principles generally accepted in the United States of America dictate the manner in which the gain or loss on the sale of land is recorded. The Trust has established policies for the sale of land which result in the full accrual method of gain recognition. This policy generally requires that the Trust receive a minimum cash down payment of 25% of the sales price on each sale and that any related notes receivable require regular principal and interest payments, payable over terms from 5 to 15 years.

Item 7A: Quantitative and Qualitative Disclosures About Market Risk.

The Trust's primary market risk exposure relates to changes in interest rates related to its notes receivable. To limit the impact of interest rate changes, the Trust enters into fixed rate notes receivable that approximate the current interest rate for land sales at the time. As a result, the Trust's only interest rate risk is the opportunity loss should interest rates increase. The following table summarizes expected maturities of the Trust's notes receivable. As the interest rates represent rates which management believes are current rates on similar land sales, the Trust believes the fair values of its notes receivable approximate the carrying amounts.

Year Ending December 31,		Maturity
2017	$	32,749
2018		30,181
2019		27,229
2020		4,812
2021		—
Thereafter		—
	$	94,971

The Trust's remaining financial instruments consist of cash, accounts payable and other liabilities and the carrying amounts of these instruments approximate fair value due to the short-term nature of these instruments.

Item 8: Financial Statements and Supplementary Data.

See the Index to Financial Statements included in Item 15. The Financial Statements listed therein are incorporated herein by reference to pages F-1 through F-20 of this Report on Form 10-K.

Item 9: Changes in and Disagreements with Accountants on Accounting and Financial Disclosure.

Not applicable.

Item 9A: Controls and Procedures.

(a) Disclosure Controls and Procedures.

Pursuant to Rule 13a-15 under the Exchange Act, management of the Trust under the supervision and with the participation of Tyler Glover, the Trust's Chief Executive Officer, and Robert J. Packer, the Trust's Chief Financial Officer, carried out an evaluation of the effectiveness of the design and operation of the Trust's disclosure controls and procedures as of the end of the Trust's fiscal year covered by this Report on Form 10-K. Based upon that evaluation, Mr. Glover and Mr. Packer concluded that the Trust's disclosure controls and procedures are effective in timely alerting them to material information relating to the Trust required to be included in the Trust's periodic SEC filings.

(b) Management's Report on Internal Control over Financial Reporting

Management of the Trust is responsible for establishing and maintaining adequate internal control over financial reporting, as defined in Rule 13a-15(f) under the Exchange Act. Management has assessed the effectiveness of the Trust's internal control over financial reporting as of December 31, 2016 using the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in *Internal Control-Integrated Framework*. Based on that assessment, management believes that the Trust's internal control over financial reporting was effective as of December 31, 2016.

(c) Attestation Report of Registered Public Accounting Firm.

The Trust's independent registered public accountants have issued an audit report on the Trust's internal control over financial reporting. This audit report appears on page F-1 of this Report.

(d) Changes in Internal Control over Financial Reporting.

There were no changes in the Trust's internal control over financial reporting during the fourth quarter of 2016 that have materially affected, or are reasonably likely to materially affect, the Trust's internal control over financial reporting.

Item 9B: Other Information.

Not applicable.

PART III

Item 10: Directors, Executive Officers and Corporate Governance.

(a) Trustees:

Name	Age	Position and Offices Held With Registrant	Period During Which Person Has Served in Office
Maurice Meyer III	81	Trustee, Chairman of the Trustees, Chairman of Audit Committee and Member of Nominating, Compensation and Governance Committee	Trustee since February 28, 1991; Chairman of Trustees since May 28, 2003.
John R. Norris III	63	Trustee and Member of Nominating, Compensation and Governance Committee	Trustee since June 7, 2000.
David E. Barry	71	Trustee, Member of Audit Committee and Member of Nominating, Compensation and Governance Committee	Trustee since January 12, 2017.

We believe Mr. Meyer's qualifications to serve as a Trustee include the wealth of knowledge and understanding concerning the Trust which he has gained in his twenty-six (26) years of service as a Trustee. In addition, prior to his retirement, he spent his entire career in the securities industry which enables him to bring particularized expertise to provide guidance and assistance to management in administering the Trust's Sub-share repurchase program prescribed by the terms of the Declaration of Trust.

We believe Mr. Norris' qualifications to serve as a Trustee include his legal expertise and extensive background as a practicing attorney in Dallas which allows him to provide counsel and insight to his fellow Trustees and management with respect to the various legal issues which the Trust faces. In addition to his sixteen (16) years of experience as a Trustee, Mr. Norris advised the Trust on legal matters for many years prior to his election as a Trustee.

We believe Mr. Barry's qualifications to serve as a Trustee include his legal expertise and knowledge gained over a forty-three (43) year career at Kelley Drye & Warren LLP, including representing the Trust for many years, as well as his experience in commercial real estate including in Texas.

(b) Executive Officers:

	Age	Position and Offices Held With Registrant	Period During Which Person Has Served in Office
Tyler Glover	32	General Agent, Chief Executive Officer and Secretary	General Agent, Chief Executive Officer and Secretary as of November 5, 2016. Assistant General Agent from December 1, 2014 through November 5, 2016. Mr. Glover had previously served as field agent from September 2011 through December 1, 2014.
Robert J. Packer	47	General Agent and Chief Financial Officer	General Agent as of November 5, 2016. Chief Financial Officer as of December 1, 2014. Mr. Packer had previously served as Accounting Supervisor from March 21, 2011 through December 1, 2014.

The Trustees hold office until their death, resignation or disqualification. In November 2016, the Trustees appointed Tyler Glover and Robert J. Packer as Co-General Agents of the Trust. The General Agent, Chief Executive Officer and Secretary and the General Agent and Chief Financial Officer hold office until their death, resignation, discharge or retirement. No Trustee or executive officer was selected to be an officer pursuant to any arrangement or understanding between him and any other person or persons other than the Trustees acting solely in their capacity as such.

(c) Certain Significant Employees. The Trust does not employ any person who is not an executive officer who makes or is expected to make significant contributions to the business of the Trust.

(d) Family Relations. There are no family relationships among any of the Trustees and executive officers of the Trust.

(e) Business Experience.

Name of Trustee or Executive Officer	Principal Occupation or Employment During the Past Five Years
Maurice Meyer III	Former Vice Chairman of Henderson Brothers; personal investments
John R. Norris III	Attorney; Calloway, Norris, Burdette & Weber, PLLC, Dallas, Texas
David E. Barry	President, Sidra Real Estate, Inc., formerly known as Donerail, Inc., since 2012; President, Tarka Resources, Inc. since 2012; retired Partner, Kelley Drye & Warren LLP, New York, New York
Tyler Glover	General Agent, Chief Executive Officer and Secretary as of November 5, 2016; Assistant General Agent of the Trust from December 1, 2014 through November 5, 2016; field agent for the Trust from September 2011 through December 1, 2014.
Robert J. Packer	General Agent as of November 5, 2016; Chief Financial Officer of the Trust as of December 1, 2014; Accounting Supervisor of Texas Pacific Land Trust from March 2011 through December 1, 2014.

(f) Involvement in Certain Legal Proceedings. During the past ten years, no Trustee or executive officer has been involved in any event reportable under this caption.

(g) Promoters and Control Persons. Not applicable.

Section 16(a) Beneficial Ownership Reporting Compliance

Section 16(a) of the Exchange Act requires the Trustees, the Trust's executive officers and persons who beneficially own more than 10% of its Sub-share Certificates to file reports of ownership and changes in ownership with the Commission and to furnish the Trust with copies of all such reports they file. Based on the Trust's review of the copies of such forms received by it, or written representations from certain reporting persons, the Trust believes that none of its Trustees, executive officers or persons who beneficially own more than 10% of the Sub-share Certificates failed to comply with Section 16(a) reporting requirements in 2016.

Code of Ethics

The Trust has adopted a Code of Conduct and Ethics applicable to its Chief Executive Officer, Chief Financial Officer and certain other employees. A copy of the Code of Ethics has been made available on the Trust's corporate website. We maintain our website at http://www.TPLTrust.com. The information contained on our website is not part of this Report.

Changes in Procedures Regarding Nomination of Trustees

There have been no material changes to the procedures by which security holders may recommend nominees to the Trust's Board of Trustees. The Trust has a standing Nominating, Compensation and Governance Committee. The current members of the Nominating, Compensation and Governance Committee are Messrs. Meyer, Norris and Barry. The Nominating, Compensation and Governance Committee has adopted a formal written charter (the "Nominating, Compensation and Governance Charter"). The Nominating, Compensation and Governance Committee is responsible for identifying and evaluating potential trustees in the event that a vacancy arises, determining compensation of the Trustees and the executive officers, and overseeing corporate governance matters. The Nominating, Compensation and Governance Charter is available on the Trust's Internet website at http://www.TPLTrust.com.

Audit Committee

The Trust has a standing Audit Committee of its Board of Trustees. The current members of the Audit Committee are Messrs. Meyer and Barry. The Audit Committee has adopted a formal written charter (the "Audit Charter"). The Audit Committee is responsible for ensuring that the Trust has adequate internal controls and is required to meet with the Trust's auditors to review these internal controls and to discuss other financial reporting matters. The Audit Committee is also responsible for the appointment, compensation and oversight of the auditors. The Audit Charter is available on the Trust's Internet website at http://www.TPLTrust.com.

Audit Committee Financial Expert

The Board of Trustees has determined that no current member of the Board of Trustees serving on the Trust's Audit Committee would meet the requirements of the definition of "audit committee financial expert" set forth in the applicable rules of the SEC. The terms of the Trust, which was established in 1888, and governing law would require an amendment of the Trust in order to add new Trustees who would satisfy the requirements of the definition. Any amendment of the Trust to do so would necessarily involve judicial proceedings and an expensive time-consuming process with no assurance that an individual meeting the requirements of the definition, who would be willing to serve as Trustee given the modest compensation offered ($2,000 per annum, $4,000 per annum for the Chairman), could be located. The Audit Committee consists of two independent Trustees, each of whom has been determined by the Board of Trustees to be qualified, in their judgment, to monitor the performance of management, the Trust's internal accounting operations and the independent auditors and to be qualified to monitor the disclosures of the Trust. In addition, the Audit Committee has the ability to retain its own independent accountants, attorneys and other advisors, whenever it deems appropriate, to advise it. As a result, the Board of Trustees believes that the time and expense involved in an amendment of the Trust, with no assurance that an individual meeting the requirements of the definition of "audit committee financial expert" could be persuaded to become a member of the Board of Trustees, would not be in the best interests of the Trust at this time.

Item 11: Executive Compensation.

Compensation Discussion and Analysis

The Trust's compensation program is designed to reward the performance of the Named Executive Officers (as defined below) in achieving the Trust's primary goals of protecting and maintaining the assets of the Trust. The compensation program consists principally of a salary and an annual cash bonus. Base salaries provide our Named Executive Officers with a steady income stream that is not contingent on the Trust's performance, while the addition of a cash bonus allows the Nominating, Compensation and Governance Committee flexibility to recognize and reward the Named Executive Officers' contributions to the Trust's performance in a given year. Salaries are reviewed annually and salary increases and the amounts of cash bonuses are determined by the Nominating, Compensation and Governance Committee of the Trustees based upon an evaluation of the Named Executive Officer's performance against the goals and objectives of the Trust. Differences in salary for the Named Executive Officers may reflect the differing responsibilities of their respective positions, the differing levels of experience of the individuals and internal pay equity considerations. The Nominating, Compensation and Governance Committee does not have a specific list of factors to which it assigns various weights and against which it measures the Named Executive Officers' performance in making its compensation decisions. The Committee's decisions are based on their overall impression of the Named Executive Officers' individual performances.

The Trust has not incorporated equity-related or other long-term compensation elements in its compensation programs. The Declaration of Trust pursuant to which the Trust was created empowers the Trustees to use the lands originally contributed to the Trust either to pay dividends to the certificate holders or to repurchase and cancel outstanding certificates. In view of that general directive to the Trustees, the issuance of equity to executive officers has not been made a part of the Trust's compensation program.

As part of its compensation program the Trust maintains both a qualified defined benefit pension plan and a qualified defined contribution plan which are both available to employees generally, as well as the Named Executive Officers. These plans are designed to assist employees in planning adequately for their retirement.

The Nominating, Compensation and Governance Committee has the sole authority to determine the compensation of the General Agent, Chief Executive Officer and Secretary and the General Agent and Chief Financial Officer of the Trust.

Since the Trust was not required to, and did not, hold an annual or other meeting of certificate holders during 2016 at which Trustees were elected, the Trust was not required to conduct an advisory vote of certificate holders to approve the compensation of its Named Executive Officers.

Summary Compensation Table

The following table sets forth information concerning compensation for services in all capacities awarded to, earned by, or paid to, the Trust's Chief Executive Officer and its Chief Financial Officer, who are its only executive officers (collectively, the "Named Executive Officers"):

Name and Position	Year	Salary ($)	Bonus ($)	Change in Actuarial Present Value of Accumulated Benefits ($)(1)	All Other Compensation ($)(2)(3)	Total ($)
David M. Peterson	2016	$ 253,333	$ 0	$ 108,263	$ 15,200	$ 376,796
General Agent, Chief Executive	2015	$ 254,167	$ 50,000	$ 34,782	$ 15,250	$ 354,199
Officer and Secretary (through Nov. 4, 2016)	2014	$ 208,750	$ 40,000	$ 152,379	$ 12,525	$ 413,654
Tyler Glover	2016	$ 152,889	$ 30,000	$ 9,259	$ 9,173	$ 201,321
General Agent, Chief Executive	2015	$ 112,083	$ 30,000	$ 3,246	$ 6,725	$ 152,054
Officer and Secretary (as of Nov. 5, 2016)	2014	$ 93,958	$ 20,000	$ 6,817	$ 5,638	$ 126,413
Robert J. Packer	2016	$ 165,556	$ 30,000	$ 19,563	$ 9,933	$ 225,052
General Agent and Chief Financial	2015	$ 127,083	$ 30,000	$ 7,992	$ 7,625	$ 172,700
Officer (as of Nov. 5, 2016)	2014	$ 106,667	$ 20,000	$ 14,600	$ 6,400	$ 147,667

(1) Represents the aggregate change in the actuarial present value of the Named Executive Officer's accumulated benefit under all defined benefit and actuarial pension plans (including supplemental plans) from the pension plan measurement date used for financial statement reporting purposes with respect to the Trust's audited financial statements for the prior completed fiscal year to the pension plan measurement date used for financial statement reporting purposes with respect to the Trust's audited financial statements for the covered fiscal year. Mr. Peterson resigned effective November 4, 2016 and his accrued benefit has been estimated as of that date. However, the change in the Actuarial Present Value of Accumulated Benefits has been determined as of December 31, 2016.

(2) Represents contributions by the Trust to the account of the Named Executive Officer under the Trust's defined contribution retirement plan.

(3) The aggregate value of the perquisites and other personal benefits, if any, received by the Named Executive Officer for all years presented have not been reflected in the table because the amount was below the Securities and Exchange Commission's $10,000 threshold for disclosure.

Employment Agreements

The Trust is not a party to any employment agreements with any of its Named Executive Officers. There is no compensation plan or arrangement with respect to any individual named in the Summary Compensation Table that results, or will result, from the resignation, retirement or any other termination of such individual's employment or from a change in control of Texas Pacific or from a change in the individual's responsibilities following a change in control of Texas Pacific.

Pension Benefits

Name	Plan Name	Number of Years Credited Service	Actuarial Present Value of Accumulated Benefit ($)	Payments During Last Fiscal Year
David M. Peterson	Restated Texas Pacific Land Trust Revised Employees' Pension Plan	21.3	$ 509,070	$ 0
Tyler Glover	Restated Texas Pacific Land Trust Revised Employees' Pension Plan	4.0	$ 21,662	$ 0
Robert J. Packer	Restated Texas Pacific Land Trust Revised Employees' Pension Plan	4.5	$ 50,750	$ 0

The Restated Texas Pacific Land Trust Revised Employees' Pension Plan is a noncontributory defined benefit pension plan qualified under Section 401 of the Internal Revenue Code in which the employees, excluding the Trustees, participate. The remuneration covered by the Plan is Salary. The Plan provides a normal retirement benefit equal to 1.5% of a participant's average Salary for the last five years prior to retirement for each year of Credited Service under the Plan. Credited Service is earned from the participant's date of membership in the Plan, which is generally not the participant's date of hire by the Trust. For information concerning the valuation method and material assumptions used in quantifying the present value of the Named Executive Officers' current accrued benefits, see Note 5 of the Notes to Financial Statements incorporated by reference in Item 8 of this Report.

As of December 31, 2016, the annual accrued normal retirement benefits are estimated to be $6,115 and $7,813 for Mr. Glover and Mr. Packer, respectively. As of November 4, 2016, Mr. Peterson terminated with an estimated annual accrued benefit of $66,854.

The Plan provides for early retirement after 20 years of service with the Trust. Early retirement benefits are calculated in the same manner as the normal retirement benefit, but are reduced by 1/15 for each of the first five years and 1/30 for each of the next five years that benefits commence prior to normal retirement. If benefits commence more than 10 years prior to normal retirement, the early retirement benefit payable at age 55 is reduced actuarially for the period prior to age 55. The annual early retirement benefit payable to Mr. Peterson as of January 1, 2017 is estimated to be $23,777. Mr. Glover and Mr. Packer are not currently eligible for early retirement benefits.

Trustee Compensation Table

Name	Fees Earned or Paid in Cash ($) (1)	Total ($)
Maurice Meyer III	$ 4,000	$ 4,000
John R. Norris III	$ 2,000	$ 2,000
James K. Norwood (2)	$ 1,500	$ 1,500

(1) As Chairman, Mr. Meyer receives $4,000 annually for his services as Chairman of the Trustees. Each of the other Trustees receives $2,000 annually for his services as such.

(2) Mr. Norwood was a Trustee until his death on September 27, 2016. Mr. Barry became a Trustee on January 12, 2017.

Compensation Committee Interlocks and Insider Participation

Each of the Trustees is a member of the Nominating, Compensation and Governance Committee of the Trustees. None of the Trustees is, or has been in the past, an officer or employee of the Trust. None of the Trustees had any relationship requiring disclosure by the Trust pursuant to Item 404 of Regulation S-K. There are no interlocking relationships requiring disclosure by the Trust pursuant to Item 407(e)(4)(iii) of Regulation S-K.

Compensation Committee Report

The Nominating, Compensation and Governance Committee has reviewed and discussed the Compensation Discussion and Analysis section of this Item 11 and, based on such review and discussion, recommended that it be included in this Report.

Maurice Meyer III
John R. Norris III
David E. Barry

Item 12: Security Ownership of Certain Beneficial Owners and Management and Related Security Holder Matters.

The Trust does not maintain any compensation plans (or individual compensation arrangements) under which equity securities of the Trust are authorized for issuance.

(a) Security Ownership of Certain Beneficial Owners The following table sets forth information as to all persons known to the Trust to be the beneficial owner of more than 5% of the Trust's voting securities (Certificates of Proprietary Interest and Sub-share Certificates) as of February 14, 2017. The Certificates of Proprietary Interest and Sub-share Certificates are freely interchangeable in the ratio of one Certificate of Proprietary Interest for 3,000 Sub-shares or 3,000 Sub-shares for one Certificate of Proprietary Interest, and are deemed to constitute a single class.

Name and Address	Number of Securities Beneficially Owned	Type of Securities	Percent of Class
Horizon Kinetics LLC (1) 470 Park Avenue South, 4th Floor South, New York, New York 10016	1,700,782	Sub-share certificates	21.5%

(1) The information set forth is based on a joint filing on Schedule 13D/A No.1 made on December 8, 2016 by Horizon Kinetics LLC ("Horizon"), Kinetics Asset Management, LLC ("Kinetics"), Horizon Asset Management LLC ("HAM") and Kinetics Advisors, LLC ("Advisors"). According to the filing, Horizon has shared voting power and shared dispositive power with respect to 1,700,782 of the Sub-share certificates, Kinetics has sole voting power and sole dispositive power with respect to 891,139 of the Sub-share certificates, HAM has sole voting power and dispositive power with respect to 758,729 of the Sub-share certificates, and Advisors has sole voting power and dispositive power with respect to 50,914 of the Sub-share certificates. The filing indicates that Horizon is a holding company and Kinetics, HAM and Advisors are investment advisers and that the Sub-share certificates were acquired for investment purposes and that Horizon, Kinetics, HAM and Advisors plans or proposals which would be related to or would result in and of the matters described in Items 4(a)-(j) of the instructions to Schedule 13D.

(b) Security Ownership of Management: The following table sets forth information as to equity securities (Certificates of Proprietary Interest and Sub-share Certificates) beneficially owned directly or indirectly by all Trustees, naming them, and by all Trustees and executive officers of the registrant, as a group:

Title and Class (1)	Name of Beneficial Owner	Amount and Nature of Ownership on February 16, 2017	Percent of Class
Sub-share certificates:	Maurice Meyer III	72,425 (2)	*
Sub-share certificates:	John R. Norris III	1,000	*
Sub-share certificates:	David E. Barry	--	--
Sub-share certificates:	Tyler Glover	--	--
Sub-share certificates:	Robert J. Packer	--	--
Sub-share certificates:	All Trustees and Officers as a Group	73,425	*

*Indicates ownership of less than 1% of the class.

(1) The Certificates of Proprietary Interest and Sub-share Certificates are freely interchangeable in the ratio of one Certificate of Proprietary Interest for 3,000 Sub-shares or 3,000 Sub-shares for one Certificate of Proprietary Interest, and are deemed to constitute a single class. The figures set forth in the table represent Sub-share certificates. On February 28, 2017, no Trustee or executive officer was the beneficial owner, directly or indirectly, of any Certificates of Proprietary Interest.

(2) Does not include 11,500 Sub-shares owned by the wife of Mr. Meyer with respect to which Mr. Meyer disclaims any beneficial ownership.

(c) Changes in Control. Texas Pacific has no knowledge of any arrangement that may result in any change of control of the Trust.

Item 13: Certain Relationships and Related Transactions, and Director Independence.

(a) Transactions with Related Persons. There are no significant reportable transactions or currently proposed transactions between Texas Pacific and any Trustee or executive officer of Texas Pacific or any security holder of Texas Pacific or any member of the immediate family of any of the foregoing persons.

(b) Review, Approval or Ratification of Transactions with Related Persons. Transactions with Trustees, executive officers or five percent or greater stockholders, or immediate family members of the foregoing, which might require disclosure pursuant to paragraph (a), above, would be subject to review, approval or ratification by the Nominating, Compensation and Governance Committee of the Trustees. That Committee is composed of all of the Trustees. The Committee's charter empowers it to review any transactions, including loans, which may confer any benefit upon any Trustee, executive officer or affiliated entity to confirm compliance with the Trust's Code of Conduct and Ethics and applicable law. The Committee has not adopted specific standards for evaluating such transactions beyond that mentioned above, because it is the sense of the Trustees that the activities and procedures of the Committee should remain flexible so that it may appropriately respond to changing circumstances.

(c) Transactions with Promoters. Not applicable.

(d) Independence. Each Trustee is an "independent director" within the meaning of the applicable rules of the New York Stock Exchange. Each member of the Audit and the Nominating, Compensation and Governance Committees of the Trustees is "independent" within the meaning of the applicable committee independence standards of the New York Stock Exchange.

Item 14: Principal Accountant Fees and Services.

All professional services rendered by Lane Gorman Trubitt, LLC ("Lane Gorman Trubitt") during 2016 and 2015 were furnished at customary rates. A summary of the fees which Lane Gorman Trubitt billed the Trust for services provided in 2016 and 2015 is set forth below:

Audit Fees. Lane Gorman Trubitt billed the Trust approximately $100,850 in 2016 and $95,800 in 2015 in connection with its audits of the financial statements and internal controls over financial reporting of the Trust in 2016 and 2015.

Audit-Related Fees. Lane Gorman Trubitt did not bill the Trust any amount for audit-related services in either 2016 or 2015 not included in "Audit Fees", above.

Tax Fees. Lane Gorman Trubitt did not bill the Trust for any tax fees in 2016 or 2015.

All Other Fees. Lane Gorman Trubitt did not bill the Trust any other fees in either 2016 or 2015.

The Audit Committee has established a policy requiring approval by it of all fees for audit and non-audit services to be provided by the Trust's independent registered public accountants, prior to commencement of such services. Consideration and approval of fees generally occurs at the Committee's regularly scheduled meetings or, to the extent that such fees may relate to other matters to be considered at special meetings, at those special meetings.

None of the fees described above under the captions "Audit-Related Fees," "Tax Fees" and "All Other Fees" were approved by the Committee pursuant to the "de minimis" exception set forth in Rule 2-01(c)(7)(i)(C) under SEC Regulation S-X.

PART IV

Item 15: Exhibits and Financial Statement Schedules.

(a) Financial Statements.

The following financial statements are filed as a part of this Report on Form 10-K and appear on pages F-1 through F-20 hereof:

Report of Independent Registered Public Accounting Firm

Balance Sheets – December 31, 2016 and 2015

Statements of Income and Total Comprehensive Income – Years Ended December 31, 2016, 2015 and 2014

Statements of Net Proceeds from All Sources – Years Ended December 31, 2016, 2015 and 2014

Statements of Cash Flows – Years Ended December 31, 2016, 2015 and 2014

Notes to Financial Statements

All schedules have been omitted because the required information is contained in the financial statements or related notes, or is not applicable or immaterial.

(b) Exhibits.

The exhibits listed in the accompanying index to exhibits are filed or incorporated by reference as part of this Report on Form 10-K.

(c) Not applicable.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) 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, on the 28th day of February, 2017.

TEXAS PACIFIC LAND TRUST

By: /s/ Tyler Glover
Tyler Glover
General Agent, Chief Executive
Officer and Secretary

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities indicated on the 28th day of February, 2017.

Signature	Title(s)
/s/ Tyler Glover Tyler Glover	General Agent, Chief Executive Officer and Secretary (Principal Executive Officer)
/s/ Robert J. Packer Robert J. Packer	General Agent and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)
/s/ Maurice Meyer III Maurice Meyer III	Chairman of the Trustees
/s/ John R. Norris III John R. Norris III	Trustee
/s/ David E. Barry David E. Barry	Trustee

Item 15(a): Financial Statements.

Table of Contents

All schedules have been omitted because the required information is contained in the financial statements or related notes, or is not applicable or immaterial.

LANE GORMAN TRUBITT LLC
Accountants & Advisors

Report of Independent Registered Public Accounting Firm

To the Trustees and Certificate Holders
Texas Pacific Land Trust

We have audited the accompanying balance sheets of Texas Pacific Land Trust (the "Trust") as of December 31, 2016 and 2015 and the related statements of income and total comprehensive income, net proceeds from all sources, and cash flows for each of the three years in the three-year period ended December 31, 2016. We also have audited the Trust's internal control over financial reporting as of December 31, 2016, based on criteria established in *Internal Control – Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO"). The Trust's management is responsible for these financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Management's Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on these financial statements and an opinion on the Trust's internal control over financial reporting based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement and whether effective internal control over financial reporting was maintained in all material respects. Our audits of the financial statements included examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

A trust's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A trust's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Trust; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Trust are being made only in accordance with authorizations of management and trustees of the Trust; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Trust's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

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In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Trust as of December 31, 2016 and 2015, and the results of its operations and its cash flows for each of the three years in the three-year period ended December 31, 2016, in conformity with accounting principles generally accepted in the United States of America. Also in our opinion, the Trust maintained, in all material respects, effective internal control over financial reporting as of December 31, 2016, based on criteria established in *Internal Control – Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

LANE GORMAN TRUBITT, LLC

Dallas, Texas
February 28, 2017

TEXAS PACIFIC LAND TRUST
BALANCE SHEETS
December 31, 2016 and 2015

	2016	2015
ASSETS		
Cash and cash equivalents	$ 49,417,889	$ 45,011,969
Accrued receivables	6,550,429	3,787,534
Other assets	232,970	121,426
Deferred tax asset	3,874,788	—
Notes receivable for land sales ($32,749 due in 2017 and$32,906 due in 2016) (note 2)	94,971	139,114
Water wells, vehicles, furniture, and equipment – at cost less accumulated depreciation	1,168,281	260,901
Real estate acquired (notes 2 and 4)	1,114,601	1,114,601
Real estate and royalty interests assigned through the 1888 Declaration of Trust, no value assigned (note 2):		
Land (surface rights) situated in eighteen counties in Texas –877,488 acres in 2016 and 878,268 acres in 2015	—	—
1/16 nonparticipating perpetual royalty interest in373,777 acres	—	—
1/128 nonparticipating perpetual royalty interest in85,414 acres	—	—
Total assets	$ 62,453,929	$ 50,435,545
LIABILITIES AND CAPITAL		
Accounts payable and accrued expenses	$ 826,771	$ 868,807
Income taxes payable	1,950,774	634,911
Other taxes payable	276,813	167,290
Unearned revenue (note 2)	11,775,049	2,579,406
Deferred taxes (note 6)	—	163,213
Pension plan liability (note 5)	—	333,239
Total liabilities	14,829,407	4,746,866
Commitments and contingencies (note 7)	—	—
Capital (notes 1, 2 and 8):		
Certificates of Proprietary Interest, par value $100 each;outstanding 0 Certificates	—	—
Sub-share Certificates in Certificates of Proprietary Interest,par value $.03 1/3 each; outstanding 7,927,314 Sub-shares in 2016 and 8,118,064 Sub-shares in 2015	—	—
Accumulated other comprehensive income (loss)	(959,563)	(1,248,906)
Net proceeds from all sources	48,584,085	46,937,585
Total capital	47,624,522	45,688,679
Total liabilities and capital	$ 62,453,929	$ 50,435,545

See accompanying notes to financial statements.

TEXAS PACIFIC LAND TRUST
STATEMENTS OF INCOME AND TOTAL COMPREHENSIVE INCOME
Years Ended December 31, 2016, 2015 and 2014

	2016	2015	2014
Income:			
Oil and gas royalties	$ 29,996,962	$ 24,860,205	$ 29,346,103
Grazing lease rentals	489,982	483,989	500,292
Land sales	2,945,505	22,616,635	3,698,312
Interest income from notes receivable	8,279	40,866	140,291
Easements and sundry income	26,470,669	31,413,158	21,517,232
	59,911,397	79,414,853	55,202,230
Expenses:			
Taxes, other than income taxes	1,779,277	1,476,576	1,692,256
Salaries and related employee benefits	1,240,802	1,195,598	917,726
General expense, supplies, and travel	1,004,144	777,842	629,990
Basis in real estate sold	—	10,458	—
Legal and professional fees	778,534	665,423	517,497
Depreciation	43,290	25,374	19,730
Trustees' compensation	7,500	8,000	8,000
	4,853,547	4,159,271	3,785,199
Operating income	55,057,850	75,255,582	51,417,031
Interest income earned from investments	29,070	27,440	14,523
Income before income taxes	55,086,920	75,283,022	51,431,554
Income taxes (note 6):			
Current	22,041,171	25,430,382	17,641,531
Deferred	(4,193,801)	(185,867)	(974,997)
	17,847,370	25,244,515	16,666,534
Net income	$ 37,239,550	$ 50,038,507	$ 34,765,020
Amortization of net actuarial costs and prior service costs, net of income taxes of $49,227, $51,638, and $18,109 respectively	91,422	95,899	33,632
Net actuarial gain (loss) on pension plan net of income taxes of $106,573, $4,302, and $(423,848) respectively	197,921	7,989	(764,414)
Total other comprehensive gain (loss)	289,343	103,888	(730,782)
Total comprehensive income	$ 37,528,893	$ 50,142,395	$ 34,034,238
Net income per Sub-share Certificate	$ 4.66	$ 6.10	$ 4.14

See accompanying notes to financial statements.

TEXAS PACIFIC LAND TRUST
STATEMENTS OF NET PROCEEDS FROM ALL SOURCES
Years Ended December 31, 2016, 2015 and 2014

	Sub-share Certificates of Proprietary Interest	Accumulated Other Comprehensive Income (Loss)	Net Proceeds From All Sources	Total
Balances at December 31, 2013	8,473,202	$ (622,012)	$ 18,551,678	$ 17,929,666
Net income	—	—	34,765,020	34,765,020
Periodic pension costs, net of income taxes of $(405,739)	—	(730,782)	—	(730,782)
Cost of 150,803 Sub-share Certificates in Certificates of Proprietary Interest purchased and cancelled	(150,803)	—	(22,963,786)	(22,963,786)
Dividends paid - $.27 per Sub-share Certificate	—	—	(2,280,301)	(2,280,301)
Balances at December 31, 2014	8,322,399	(1,352,794)	28,072,611	26,719,817
Net income	—	—	50,038,507	50,038,507
Periodic pension costs, net of income taxes of $55,940	—	103,888	—	103,888
Cost of 204,335 Sub-share Certificates in Certificates of Proprietary Interest purchased and cancelled	(204,335)	—	(28,771,073)	(28,771,073)
Dividends paid - $.29 per Sub-share Certificate	—	—	(2,402,460)	(2,402,460)
Balances at December 31, 2015	8,118,064	(1,248,906)	46,937,585	45,688,679
Net income	—	—	37,239,550	37,239,550
Periodic pension costs, net of income taxes of $155,800	—	289,343	—	289,343
Cost of 190,750 Sub-share Certificates in Certificates of Proprietary Interest purchased and cancelled	(190,750)	—	(33,085,867)	(33,085,867)
Dividends paid - $.31 per Sub-share Certificate	—	—	(2,507,183)	(2,507,183)
Balances at December 31, 2016	7,927,314	$ (959,563)	$ 48,584,085	$ 47,624,522

See accompanying notes to financial statements.

TEXAS PACIFIC LAND TRUST
STATEMENTS OF CASH FLOWS
Years Ended December 31, 2016, 2015 and 2014

	2016	2015	2014
Cash flows from operating activities:			
Net income	$ 37,239,550	$ 50,038,507	$ 34,765,020
Adjustments to reconcile net income to net cash provided by operating activities:			
Deferred taxes	(4,038,001)	(129,927)	(1,380,735)
Depreciation and amortization	43,290	25,374	19,730
(Gain) loss on disposal of fixed assets	8,201	(712)	5,083
Changes in operating assets and liabilities:			
Accrued receivables and other assets	(2,874,439)	(563,991)	689,129
Income taxes payable	1,315,863	227,966	52,258
Prepaid income taxes	—	815,937	(815,937)
Notes receivable for land sales	44,143	784,001	2,964,791
Accounts payable, accrued expenses and other liabilities	9,219,234	(1,629,956)	2,553,084
Net cash provided by operating activities	40,957,841	49,567,199	38,852,423
Cash flows from investing activities:			
Proceeds from sale of fixed assets	18,000	25,000	21,000
Purchase of fixed assets	(976,871)	(221,456)	(53,788)
Net cash used in investing activities	(958,871)	(196,456)	(32,788)
Cash flows from financing activities:			
Purchase of Sub-share Certificates in Certificates of Proprietary Interest	(33,085,867)	(28,771,073)	(22,963,786)
Dividends paid	(2,507,183)	(2,402,460)	(2,280,301)
Net cash used in financing activities	(35,593,050)	(31,173,533)	(25,244,087)
Net increase in cash and cash equivalents	4,405,920	18,197,210	13,575,548
Cash and cash equivalents, beginning of period	45,011,969	26,814,759	13,239,211
Cash and cash equivalents, end of period	$ 49,417,889	$ 45,011,969	$ 26,814,759

See accompanying notes to financial statements.

(1) Nature of Operations

Texas Pacific Land Trust (Trust) was organized under a Declaration of Trust, dated February 1, 1888, to receive and hold title to extensive tracts of land in the State of Texas, previously the property of the Texas and Pacific Railway Company, and to issue transferable Certificates of Proprietary Interest pro rata to the original holders of certain debt securities of the Texas and Pacific Railway Company.

The Trust is organized to manage land, including royalty interests, for the benefit of its owners. The Trust's income is derived primarily from oil and gas royalties, easements and sundry income, land sales, grazing and sundry leases, interest on notes receivable, and interest on investments.

(2) Summary of Significant Accounting Policies

(a) Basis of Presentation

These financial statements are presented in accordance with accounting principles generally accepted in the United States of America (GAAP). The most significant accounting policies include the valuation of real estate and royalty interests assigned through the 1888 Declaration of Trust and revenue recognition policies.

(b) Use of Estimates

The preparation of financial statements in accordance with the accounting principles generally accepted in the United States of America requiresmanagement to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

(c) Revenue Recognition

<u>Oil and gas royalties</u>

Oil and gas royalties (royalties) are received in connection with royalty interests owned by the Trust. Royalties are recognized as revenue when crude oil and gas products are removed from the respective mineral reserve locations. Royalty payments are generally received one to three months after the crude oil and gas products are removed. An accrual is included in accrued receivables for amounts not received during the month removed based on historical trends.

The oil and gas royalties which the Trust receives are dependent upon the market prices for oil and gas. The market prices for oil and gas are subject to national and international economic and political conditions and, in the past, have been subject to significant price fluctuations.

The Trust has analyzed public reports of drilling activities by the oil companies with which it has entered into royalty interest leases in an effort to identify unpaid royalties associated with royalty interests owned by the Trust. Rights to certain royalties believed by the Trust to be due and payable may be subject to dispute with the oil company involved as a result of disagreements with respect to drilling and related engineering information. Disputed royalties are recorded when these contingencies are resolved.

Grazing lease rentals

The Trust leases land to the ranching industry for grazing purposes. Lease income is recognized when earned. These leases generally require fixed annual payments and terms range from three to five years. Lease cancellations are allowed. Advance lease payments are deferred (unearned revenue) and amortized over the appropriate accounting period. Lease payments not received are recorded as accrued receivables.

Land sales

Income is recognized on land sales during the periods in which such sales are closed and sufficient amounts of cash down payments are received using the full accrual method of gain recognition. For income tax purposes, land sales are recognized on the installment method. The sales price of land sales are reflected as income and the cost (basis) of the respective parcels of land are reflected as expenses as these parcels of land are not primarily held as income-producing “operating” properties.

Interest income from notes receivable

Interest income is recognized when earned, using the simple interest method. Accrued interest not received is reflected in accrued receivables

Easements and sundry income

Easement contracts represent contracts which permit companies to install pipe lines, pole lines and other equipment on land owned by the Trust. Easement income is recognized when earned. When the Trust receives a signed contract and payment, the Trust makes available the respective parcel of land to the grantee. Though a small number of payments received are for perpetual easements, the vast majority are for terms of ten years.

Sundry income represents leasing arrangements to companies in a wide array of industries, including: agricultural, oil and gas, construction, wind power and other industries. Lease income is recognized when earned. These leases generally require fixed annual payments or royalties. Lease terms generally range from month-to-month arrangements to ten years. Lease cancellations are allowed.

Advance lease payments are deferred and amortized over the appropriate accounting period. Lease payments not received are included in accrued receivables

(d) Statements of Cash Flows

Cash and cash equivalents consist of bank deposit and savings accounts. The Trust considers all highly liquid debt instruments with original maturities of three months or less to be cash equivalents. At times the cash may exceed federally insured limits. The Trust maintains its cash and cash equivalents in two large financial institutions. The Trust monitors the credit quality of these institutions and does not anticipate any losses.

Cash disbursed for income taxes in 2016, 2015 and 2014 was $20,725,307, $24,386,479, and $18,405,210, respectively. No new loans were made by the Trust in connection with land sales for the years ended December 31, 2016, 2015 and 2014, respectively.

(e) Accrued Receivables

Accrued receivables consist primarily of amounts due under oil and gas royalty leases and sundry leases. Accrued receivables are reflected at their net realizable value based on historical royalty and lease receipt information and other factors anticipated to affect valuation. A valuation allowance is recorded if amounts expected to be received are considered impaired. No allowance was considered necessary at December 31, 2016 and 2015.

(f) Notes Receivable for Land Sales

Notes receivable for land sales (notes receivable) consists of installment notes received as partial payment on land sales and are reflected at the principal amounts due net of an allowance for loan losses, if any. The Trust generally receives cash payments on land sales of 25% or more. Thereafter, annual principal and interest payments are required by the Trust. Notes receivable bear interest rates ranging from 7.0% to 7.5% as of December 31, 2016 and are secured by first lien deeds of trust on the properties sold. The weighted average interest rate is 7.1% as of December 31, 2016. The annual installments on notes are generally payable over terms of 10 to 15 years. There is no penalty for prepayment of principal, and prepayments in 2016, 2015 and 2014 were $15,803, $713,062, and $1,764,928, respectively. The interest rates on notes receivable are considered comparable with current rates on similar land sales and, accordingly, the carrying value of such notes receivable approximates fair value.

Management of the Trust monitors delinquencies to assess the propriety of the carrying value of its notes receivable. Accounts are considered delinquent thirty days after the contractual due dates. At the point in time that notes receivable become delinquent, management reviews the operations information of the debtor and the estimated fair value of the collateral held as security to determine whether an allowance for losses is required. There was no allowance for uncollectible notes receivable at December 31, 2016 and 2015.

Three customers represented 100% of notes receivable at December 31, 2016 and 2015.

The maturities of notes receivable for each of the five years subsequent to December 31, 2016 are:

Year ending December 31,	Amount
2017	$ 32,749
2018	30,181
2019	27,229
2020	4,812
2021	—
Thereafter	—
	$ 94,971

(g) Depreciation

Provision for depreciation of depreciable assets is made by charges to income at straight-line and accelerated rates considered to be adequate to amortize the cost of such assets over their useful lives, which generally range from five to fifteen years. Accumulated depreciation as of December 31, 2016 and 2015 is $164,851 and $132,677, respectively**.**

(h) Real Estate Acquired

While the Trust is generally not a purchaser of land, parcels are purchased from time to time at the discretion of the Trustees. Newly acquired real estate is recorded at cost.

Real estate acquired through foreclosure is recorded at the aggregate of the outstanding principal balance, accrued interest, past due ad valorem taxes, and other fees incurred relating to the foreclosure.

Real estate acquired is carried at the lower of cost or market. Valuations are periodically performed or obtained by management whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Impairments, if any, are recorded by a charge to net income and a valuation allowance if the carrying value of the property exceeds its estimated fair value. Minimal real estate improvements are made to land.

(i) Real Estate and Royalty Interests Assigned Through the 1888 Declaration of Trust

The fair market value of the Trust's land and royalty interests was not determined in 1888 when the Trust was formed; therefore, no value is assigned to the land, royalty interests, Certificates of Proprietary Interest, and Sub-share Certificates in Certificates of Proprietary Interest in the accompanying balance sheets. Consequently, in the statements of income and total comprehensive income, no allowance is made for depletion and no cost is deducted from the proceeds of original land sales. Even though the 1888 value of real properties cannot be precisely determined, it has been concluded that the effect of this matter can no longer be significant to the Trust's financial position or results of operations. For Federal income tax purposes, however, deductions are made for depletion, computed on the statutory percentage basis of income received from royalties. Minimal real estate improvements are made to land.

(j) Net Income per Sub-share Certificate

The cost of Sub-share Certificates purchased and retired is charged to net proceeds from all sources. Net income per Sub-share Certificate is based on the weighted average number of Sub-share Certificates in Certificates of Proprietary Interest and equivalent Sub-share Certificates of Proprietary Interest outstanding during each period (7,989,030 in 2016, 8,197,632 in 2015 and 8,397,314 in 2014).

(k) Income Taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

When tax returns are filed, it is highly certain that some positions taken would be sustained upon examination by the taxing authorities, while others are subject to uncertainty about the merits of the position taken or the amount of the position that would be ultimately sustained. The benefit of a tax position is recognized in the financial statements in the period during which, based on all available evidence, management believes it is more likely than not that the position will be sustained upon examination, including the resolution of appeals or litigation processes, if any. Tax positions taken are not offset or aggregated with other positions. Tax positions that meet the more-likely-than-not recognition threshold are measured as the largest amount of tax benefit that is more than 50 percent likely of being realized upon settlement with the applicable taxing authority. The portion of the benefits associated with tax positions taken that exceeds the amount measured as described above is reflected as a liability for unrecognized tax benefits in the accompanying balance sheet along with any associated interest and penalties that would be payable to the taxing authorities upon examination. The liability for unrecognized tax benefits is zero at December 31, 2016 and 2015.

(l) Recent Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-09, "*Revenue Recognition (Topic 606): Revenue from Contracts with Customers"* ("ASU 2014-09"). This ASU introduces a new five-step revenue recognition model in which an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This ASU also requires disclosures sufficient to enable users to understand the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers, including qualitative and quantitative disclosures about contracts with customers, significant judgments and changes in judgments, and assets recognized from the costs to obtain or fulfill a contract. This standard is effective for fiscal years beginning after December 15, 2017, including interim periods within that reporting period. The Trust is reviewing and analyzing the impact that this ASU will have on our financial statements. This review process includes evaluating key accounting policy decisions, judgments, estimates, and disclosures for each significant category of revenue. This ASU will require additional disclosures on revenue and could affect the timing of revenue recognition. Certain categories of revenue may be more impacted than others. The Trust will complete its implementation process during the second and third quarters of 2017, including preparing the quantitative impact on comparable periods, if applicable.

In February 2016, the FASB issued ASU No. 2016-02, "*Leases (Topic 842)"* ("ASU 2016-02"). This ASU requires lessees to recognize a right of use asset and lease liability on the balance sheet for all leases, with the exception of short-term leases. The new guidance will also require significant disclosures about the amount, timing and uncertainty of cash flows from leases. This standard is effective for fiscal years beginning after December 15, 2018, including interim periods within that reporting period. The Trust is currently evaluating the new guidance to determine the impact it will have on our financial statements.

In June 2016, the FASB issued ASU No. 2016-13, *"Financial Instruments – Credit Losses (Topic 326)"* ("ASU 2016-13"). This ASU modifies the measurement of expected credit losses of certain financial instruments. This standard is effective for fiscal years beginning after December 15, 2019. The Trust is currently evaluating the new guidance to determine the impact it will have on our financial statements.

No other effective or pending accounting pronouncements are expected to affect the Trust.

(m) Comprehensive Income (Loss)

Comprehensive income (loss) consists of net income and other gains and losses affecting capital that, under accounting principles generally accepted in the United States of America, are excluded from net income.

(n) Significant Customers

Two customers represented 23.7%, 18.8% and 29.1% of the Trust's total revenues for the year ended December 31, 2016, 2015 and 2014, respectively. For 2016, the total revenue number for purposes of the calculation includes deferred revenue.

(3) Segment Information

Segment information has been considered in accordance with applicable accounting standards. GAAP suggests using a management approach based on the way that management organizes the segments within the enterprise for making operating decisions and assessing performance. The Trust's management views its operations as one segment and believes the only significant activity is managing the land, which was conveyed to the Trust in 1888. Managing the land includes sales and leases of such land, and the retention of oil and gas royalties. The cost structure of the Trust is centralized and not segmented.

(4) Real Estate Acquired

Real estate acquired included the following activity for the years ended December 31, 2016 and 2015:

	2016		2015	
	Acres	Book Value	Acres	Book Value
Balance at January 1:	10,064.78	$ 1,114,601	10,124.78	$ 1,125,059
Additions	—	—	—	—
Sales	—	—	(60.00)	(10,458)
Balance at December 31:	10,064.78	$ 1,114,601	10,064.78	$ 1,114,601

No valuation allowance was necessary at December 31, 2016 and 2015.

(5) Employee Benefit Plans

The Trust has a defined contribution plan available to all regular employees having one or more years of continuous service. Contributions are at the discretion of the Trustees of the Trust. The Trust contributed $51,438, $46,519 and $41,172, in 2016, 2015 and 2014, respectively.

The Trust has a noncontributory pension plan (Plan) available to all regular employees having one or more years of continuous service. The Plan provides for normal retirement at age 65. Contributions to the Plan reflect benefits attributed to employees' services to date, as well as services expected in the future.

The following table sets forth the Plan's changes in benefit obligation, changes in fair value of plan assets, and funded status as of December 31, 2016 and 2015 using a measurement date of December 31:

	2016	2015
Change in projected benefits obligation:		
Projected benefit obligation at beginning of year	$ 4,884,300	$ 5,093,080
Service cost	152,743	160,133
Interest cost	215,006	199,538
Actuarial (gain) loss	(202,520)	(355,346)
Benefits paid	(216,451)	(213,105)
Projected benefit obligation at end of year	$ 4,833,078	$ 4,884,300
Change in plan assets:		
Fair value of plan assets at beginning of year	$ 4,551,061	$ 4,338,820
Actual return on plan assets	413,144	(46,609)
Contributions by employer	189,219	471,955
Benefits paid	(216,451)	(213,105)
Fair value of plan assets at end of year	$ 4,936,973	$ 4,551,061
Funded (unfunded) status at end of year	$ 103,895	$ (333,239)

Amounts recognized in the balance sheets as of December 31 consist of:

	2016	2015
Assets	$ 103,895	$ —
Liabilities	—	(333,239)
	$ 103,895	$ (333,239)

Amounts recognized in accumulated other comprehensive income (loss) consist of the following at December 31:

	2016	2015
Net actuarial loss	$ (1,484,936)	$ (1,930,079)
Prior service cost	—	—
Amounts recognized in accumulated other comprehensive income (loss), before taxes	(1,484,936)	(1,930,079)
Income tax benefit	525,373	681,173
Amounts recognized in accumulated other comprehensive income (loss), after taxes	$ (959,563)	$ (1,248,906)

Net periodic benefit cost for the years ended December 31, 2016, 2015 and 2014 include the following components:

	2016	2015	2014
Components of net periodic benefit cost:			
Service cost	$ 152,743	$ 160,133	$ 100,480
Interest cost	215,006	199,538	189,163
Expected return on plan assets	(311,170)	(296,446)	(278,521)
Amortization of net loss	140,649	144,026	46,171
Amortization of prior service cost	—	3,511	5,570
Net periodic benefit cost	$ 197,228	$ 210,762	$ 62,863

Other changes in plan assets and benefit obligations recognized in other comprehensive income:

	2016	2015	2014
Net actuarial (gain) loss	$ (304,494)	$ (12,291)	$ 1,188,262
Recognized actuarial loss	(140,649)	(144,026)	(46,171)
Recognized prior service cost	—	(3,511)	(5,570)
Total recognized in other comprehensive income, before taxes	$ (445,143)	$ (159,828)	$ 1,136,521
Total recognized in net benefit cost and other comprehensive income, before taxes	$ (247,915)	$ 50,934	$ 1,199,384

The Trust reclassified $91,422, $95,899 and $33,632, net of income tax of $49,227, $51,638 and $18,109, out of accumulated other comprehensive income (loss) for net periodic benefit cost in 2016, 2015 and 2014, respectively. This amount is reflected in our Statements of Income and Total Comprehensive Income within salaries and related employee benefits. The estimated net actuarial loss and prior service cost for the Plan that will be amortized from accumulated other comprehensive income (loss) into salaries and related employee benefits over the next fiscal year are $107,510 and $0, respectively.

The following table summarizes the Plan assets in excess of projected benefit obligation and accumulated benefit obligation at December 31, 2016, and the projected benefit obligation in excess of Plan assets and Plan assets in excess of accumulated benefit obligation at December 31, 2015:

	2016	2015
Plan assets in excess of projected benefit obligation:		
Projected benefit obligation	$ 4,833,078	$ 4,884,300
Fair value of plan assets	$ 4,936,973	$ 4,551,061
Plan assets in excess of accumulated benefit obligation:		
Accumulated benefit obligation	$ 4,365,973	$ 4,059,334
Fair value of plan assets	$ 4,936,973	$ 4,551,061

The following are weighted-average assumptions used to determine benefit obligations and costs at December 31, 2016, 2015 and 2014

	2016	2015	2014
Weighted average assumptions used to determine benefit obligations as of December 31:			
Discount rate	4.25%	4.50%	4.00%
Rate of compensation increase	7.29	7.29	7.29
Weighted average assumptions used to determine benefit costs for the years ended December 31:			
Discount rate	4.50%	4.00%	5.00%
Expected return on plan assets	7.00	7.00	7.00
Rate of compensation increase	7.29	7.29	7.29

The expected return on Plan assets assumption of 7.0% was selected by the Trust based on historical real rates of return for the current asset mix and an assumption with respect to future inflation. The rate was determined based on a long-term allocation of about two-thirds fixed income and one-third equity securities; historical real rates of return of about 2.5% and 8.5% for fixed income and equity securities, respectively; and assuming a long-term inflation rate of 2.5%.

The Plan has a formal investment policy statement. The Plan's investment objective is balanced income, with a moderate risk tolerance. This objective emphasizes current income through a 30% to 80% allocation to fixed income securities, complemented by a secondary consideration for capital appreciation through an equity allocation in the range of 20% to 60%. Diversification is achieved through investment in mutual funds and bonds. The asset allocation is reviewed annually with respect to the target allocations and rebalancing adjustments and/or target allocation changes are made as appropriate. The Trust's current funding policy is to maintain the Plan's fully funded status on an ERISA minimum funding basis.

Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (exit price) in an orderly transaction between market participants at the measurement date.

The fair value accounting standards establish a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from independent sources. Unobservable inputs reflect our assumptions about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on the inputs used in measuring fair value, as follows:

Level 1 – Inputs are based on unadjusted quoted prices in active markets for identical assets or liabilities that we have the ability to access. Since inputs are based on quoted prices that are readily and regularly available in an active market, Level 1 inputs require the least judgment.

Level 2 – Inputs are based on quoted prices for similar instruments in active markets, or are observable either directly or indirectly. Inputs are obtained from various sources including financial institutions and brokers.

Level 3 – Inputs that are unobservable and significant to the overall fair value measurement. The degree of judgment exercised by us in determining fair value is greatest for fair value measurements categorized in Level 3.

The fair values of plan assets by major asset category at December 31, 2016 and 2015, respectively, are as follows:

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and Cash Equivalents				
Money Markets	$ 1,048,282	$ 1,048,282	$ —	$ —
Equities	445,155	445,155	—	—
Mutual Funds				
Equity Funds	1,684,408	1,684,408	—	—
Fixed Income Funds	1,759,128	1,759,128	—	—
Total	$ 4,936,973	$ 4,936,973	$ —	$ —

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and Cash Equivalents				
Money Markets	$ 827,692	$ 827,692	$ —	$ —
Equities	196,380	196,380	—	—
Mutual Funds				
Equity Funds	1,730,404	1,730,404	—	—
Fixed Income Funds	1,796,585	1,796,585	—	—
Total	$ 4,551,061	$ 4,551,061	$ —	$ —

Management intends to fund the minimum ERISA amount for 2017. The Trust may make some discretionary contributions to the Plan, the amounts of which have not yet been determined.

The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid for the following ten year period:

Year ending December 31,		Amount
2017	$	214,910
2018		245,175
2019		268,755
2020		282,475
2021		276,299
2022 to 2026		1,287,248

(6) Income Taxes

The income tax provision charged to operations for the years ended December 31, 2016, 2015 and 2014 was as follows:

		2016		2015		2014
Current:						
U.S. Federal	$	21,665,130	$	25,029,693	$	17,243,130
State and local		376,041		400,689		398,401
		22,041,171		25,430,382		17,641,531
Deferred benefit		(4,193,801)		(185,867)		(974,997)
	$	17,847,370	$	25,244,515	$	16,666,534

The Trust is taxed as if it were a corporation. Total income tax expense differed from the amounts computed by applying the U.S. Federal income tax rate of 35% to income before Federal income taxes as a result of the following:

		2016		2015		2014
Computed tax expense at the statutory rate	$	19,280,422	$	26,349,057	$	18,001,044
Reduction in income taxes resulting from:						
Statutory depletion		(1,608,961)		(1,320,605)		(1,569,762)
State taxes		204,776		256,876		246,534
Other, net		(28,867)		(40,813)		(11,282)
	$	17,847,370	$	25,244,515	$	16,666,534

The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and liabilities at December 31, 2016 and 2015 are as follows:

		2016		2015
Deferred revenue	$	4,177,130	$	—
Basis difference in pension plan liability		(36,363)		118,967
Total deferred tax assets		4,140,767		118,967
Basis differences in real estate acquired through foreclosure		233,977		235,130
Deferred installment revenue on land sales for tax purposes		32,002		47,050
Total deferred tax liability		265,979		282,180
Net deferred tax asset (liability)	$	3,874,788	$	(163,213)

The Trust files a U. S. Federal income tax return. With few exceptions, the Trust is no longer subject to U. S. Federal income tax examination by tax authorities for years before 2013.

(7) Lease Commitments

The Trust is a lessee under an operating lease in connection with its administrative offices located in Dallas, Texas. This lease agreement requires monthly rent payments and expires in March 2025. Future minimum lease payments were as follows at December 31, 2016:

Year ending December 31,		Amount
2017	$	75,224
2018		77,841
2019		80,457
2020		83,074
2021		85,690
Thereafter		296,319
	$	698,605

Rent expense for this lease agreement amounted to $82,420, $79,415 and $70,400 for the years ended December 31, 2016, 2015 and 2014, respectively.

(8) Capital

Certificates of Proprietary Interest (Certificates) and Sub-share Certificates in Certificates of Proprietary Interest (Sub-shares) are exchangeable in the ratio of one Certificate to 3,000 Sub-shares. No Certificates were exchanged for Sub-shares in 2016 and 2015.

The number of Certificates authorized for issuance at a given date is the number then outstanding plus one/three-thousandth of the number of Sub-shares then outstanding. The number of Sub-shares authorized for issuance at a given date is the number then outstanding plus three thousand times the number of Certificates then outstanding.

The Declaration of Trust was executed and delivered in New York. In the opinion of counsel for the Trust, under the laws of the State of New York, the Certificate and Sub-share Certificate holders are not subject to any personal liability for the acts or obligations of the Trust.

The assets of the Trust are located in Texas. In the opinion of Texas counsel, under the laws of the State of Texas, the Certificate and Sub-share Certificate holders may be held personally liable with respect to claims against the Trust, but only after the assets of the Trust first have been exhausted.

(9) Subsequent Events

The Trust evaluated events that occurred after the balance sheet date through the date these financial statements were issued, and the following event that met recognition or disclosure criteria was identified:

At their February 2017 meeting, the Trustees declared a cash dividend of $0.35 per Sub-share, payable March 16, 2017 to Sub-share holders of record at the close of business on March 9, 2017. Additionally, the Trustees declared a special dividend of $1.00 per Sub-share, payable March 16, 2017 to Sub-share holders of record at the close of business on March 9, 2017.

(10) Oil and Gas Producing Activities (Unaudited)

The Trust's share of oil and gas produced, all of which is from royalty interests, was as follows for the years ended December 31, 2016, 2015 and 2014, respectively: oil (in barrels) – 569,585, 383,961 and 260,829, and gas (in thousands of cubic feet) – 2,612,965, 1,910,389 and 1,370,377. Reserves related to the Trust's royalty interests are not presented because the information is unavailable.

(11) Selected Quarterly Financial Data (Unaudited)

The following tables present unaudited financial data of the Trust for each quarter of 2016 and 2015:

	Quarter ended			
	December 31, 2016	**September 30, 2016**	**June 30, 2016**	**March 31, 2016**
Income	$ 17,573,001	$ 14,273,252	$ 16,196,110	$ 11,898,103
Income before income taxes	$ 16,081,359	$ 13,099,676	$ 15,103,470	$ 10,802,414
Net income	$ 10,906,970	$ 8,929,412	$ 10,123,117	$ 7,280,051
Net income per Sub-share Certificate	$ 1.37	$ 1.12	$ 1.26	$ .90

	Quarter ended			
	December 31, 2015	**September 30, 2015**	**June 30, 2015**	**March 31, 2015**
Income	$ 14,721,058	$ 18,186,748	$ 11,795,134	$ 34,739,353
Income before income taxes	$ 13,345,170	$ 17,233,208	$ 10,949,033	$ 33,755,611
Net income	$ 8,995,057	$ 11,461,349	$ 7,416,012	$ 22,166,089
Net income per Sub-share Certificate	$ 1.10	$ 1.40	$ 0.90	$ 2.67

INDEX OF EXHIBITS

Exhibit Number	Description
3.1	Texas Pacific Land Trust, Declaration of Trust, dated February 1, 1888, by Charles J. Canda, Simeon J. Drake, and William Strauss, Trustees (incorporated herein by reference to Exhibit 3.1 to the Trust's Annual Report on Form 10-K for the year ended December 31, 2002).
31.1	Certification of Chief Executive Officer pursuant to Rule 13a-14(a) under the Exchange Act.
31.2	Certification of Chief Financial Officer pursuant to Rule 13a-14(a) under the Exchange Act.
32.1	Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2	Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
101.INS	XBRL Instance
101.SCH	XBRL Taxonomy Extension Schema
101.CAL	XBRL Taxonomy Extension Calculation
101.DEF	XBRL Taxonomy Extension Definition
101.LAB	XBRL Taxonomy Extension Labels
101.PRE	XBRL Taxonomy Extension Presentation

EXHIBIT NO. 31.1

CERTIFICATION

I, Tyler Glover, certify that:

1. I have reviewed this Annual Report on Form 10-K for the year ended December 31, 2016 of Texas Pacific Land Trust;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

    a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

    b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

    c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

    d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

    a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

    b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 28, 2017

By: /s/ Tyler Glover
Tyler Glover, General Agent and Chief
Executive Officer

EXHIBIT NO. 31.2

CERTIFICATION

I, Robert J. Packer, certify that:

1. I have reviewed this Annual Report on Form 10-K for the year ended December 31, 2016 of Texas Pacific Land Trust;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) Evaluated the effectiveness of the registrant’s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) Disclosed in this report any change in the registrant’s internal control over financial reporting that occurred during the registrant’s most recent fiscal quarter (the registrant’s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant’s internal control over financial reporting; and

5. The registrant’s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant’s auditors and the audit committee of the registrant’s board of directors (or persons performing the equivalent functions):

   a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant’s ability to record, process, summarize and report financial information; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant’s internal control over financial reporting.

Date: February 28, 2017

By: /s/ Robert J. Packer
Robert J. Packer, General Agent and Chief Financial Officer

Exhibit 32.1

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Annual Report of Texas Pacific Land Trust (the "Trust") on Form 10-K for the year ended December 31, 2016 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), Tyler Glover, Chief Executive Officer of the Trust, certifies, to the best of his knowledge, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Trust.

Date: February 28, 2017

By: /s/ Tyler Glover
Tyler Glover, General Agent and
Chief Executive Officer

Exhibit 32.2

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Annual Report of Texas Pacific Land Trust (the "Trust") on Form 10-K for the year ended December 31, 2016 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), Robert J. Packer, Chief Financial Officer of the Trust, certifies, to the best of his knowledge, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Trust.

Date: February 28, 2017

By: /s/ Robert J. Packer
Robert J. Packer, General Agent and Chief Financial Officer