

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 29, 2018



NEWPARK RESOURCES, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-02960

(Commission File Number)

72-1123385

(IRS Employer Identification No.)

9320 Lakeside Boulevard, Suite 100
The Woodlands, TX

(Address of principal executive offices)

77381

(Zip Code)

Registrant's telephone number, including area code: (281) 362-6800

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13a-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01. Regulation FD Disclosure.

Newpark Resources, Inc. (the “Company”) has prepared presentation materials (the “Presentation Materials”) that management intends to use in connection with a meeting with industry analysts and investors being hosted by the Company in Carencro, Louisiana on November 29, 2018. The meeting, including the question and answer session following immediately thereafter, will be webcast live to the general public as previously announced via a press release issued by the Company on November 26, 2018. The Company may use the Presentation Materials, possibly with modifications, in presentations to current and potential investors, lenders, creditors, insurers, vendors, customers, employees and others with an interest in the Company and its business.

The information contained in the Presentation Materials is summary information that should be considered in the context of the Company’s filings with the Securities and Exchange Commission and other public announcements that the Company may make by press release or otherwise from time to time. The Presentation Materials speak as of the date of this Current Report on Form 8-K. While the Company may elect to update the Presentation Materials in the future or reflect events and circumstances occurring or existing after the date of this Current Report on Form 8-K, the Company specifically disclaims any obligation to do so. The Presentation Materials are furnished as Exhibit 99.1 to this Current Report on Form 8-K and are incorporated herein by reference. The Presentation Materials will also be posted in the Investor Information section of the Company’s website, <http://www.newpark.com> for up to 90 days.

The information referenced under Item 7.01 (including Exhibit 99.1 referenced in Item 9.01 below) of this Current Report on Form 8-K is being “furnished” under “Item 7.01. Regulation FD Disclosure” and, as such, shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that Section. The information set forth in this Current Report on Form 8-K (including Exhibit 99.1 referenced in Item 9.01 below) shall not be incorporated by reference into any registration statement, report or other document filed by the Company pursuant to the Securities Act of 1933, as amended (the “Securities Act”), except as shall be expressly set forth by specific reference in such filing.

Use of Non-GAAP Financial Information

To help understand the Company’s financial performance, the Company has supplemented its financial results that it provides in accordance with generally accepted accounting principles (“GAAP”) with the non-GAAP financial measure of earnings before interest, taxes, depreciation and amortization (“EBITDA”).

We believe this non-GAAP financial measure is frequently used by investors, securities analysts and other parties in the evaluation of our performance and/or that of other companies in our industry. In addition, management uses this measure to evaluate operating performance, and our annual cash incentive compensation plan has included performance metrics based on our consolidated EBITDA, along with other factors. The methods we use to produce this non-GAAP financial measure may differ from methods used by other companies. This measure should be considered in addition to, not as a substitute for, financial measures prepared in accordance with GAAP. Applicable reconciliations to the nearest GAAP financial measure are included in the attached Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Analyst Day Presentation Materials

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NEWPARK RESOURCES, INC.
(Registrant)

Date: November 29, 2018

By: /s/ Gregg S. Piontek
Gregg S. Piontek
Senior Vice President and Chief Financial Officer
(Principal Financial Officer)

NEWPARK RESOURCES PRESENTATION



NOVEMBER 2018

FORWARD LOOKING STATEMENTS

This presentation contains “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, as amended. All statements that address expectations or projections about the future, including Newpark’s strategy for growth, product development, market position, expected expenditures and future financial results are forward-looking statements. Words such as “will,” “may,” “could,” “would,” “should,” “anticipates,” “believes,” “estimates,” “expects,” “plans,” “intends,” and similar expressions are intended to identify these forward-looking statements but are not the exclusive means of identifying them. These statements are not guarantees of future performance and involve a number of risks, uncertainties and assumptions. Many factors, including those discussed more fully elsewhere in this release and in documents filed with the Securities and Exchange Commission by Newpark, particularly its Annual Report on Form 10-K for the year ended December 31, 2017, as well as others, could cause results to differ materially from those expressed in, or implied by, these statements. These risk factors include, but are not limited to, risks related to the worldwide oil and natural gas industry, our customer concentration and reliance on the U.S. exploration and production market, risks related to our international operations, our ability to replace existing contracts, the cost and continued availability of borrowed funds including noncompliance with debt covenants, operating hazards present in the oil and natural gas industry, our ability to execute our business strategy and make successful business acquisitions and capital investments, the availability of raw materials or the impact of tariffs on the cost of such raw materials, the availability of skilled personnel, our market competition, our ability to expand our product and service offerings and enter new customer markets with our existing products, compliance with legal and regulatory matters, including environmental regulations, the availability of insurance and the risks and limitations of our insurance coverage, the ongoing impact of the U.S. Tax Cuts and Jobs Act and the refinement of provisional estimates, potential impairments of long-lived intangible assets, technological developments in our industry, risks related to severe weather, particularly in the U.S. Gulf Coast, cybersecurity breaches or business system disruptions and risks related to the fluctuations in the market value of our common stock. Newpark’s filings with the Securities and Exchange Commission can be obtained at no charge at www.sec.gov, as well as through our website at www.newpark.com. We assume no obligation to update, amend or clarify publicly any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by securities laws. In light of these risks, uncertainties and assumptions, the forward-looking events discussed in this presentation might not occur.



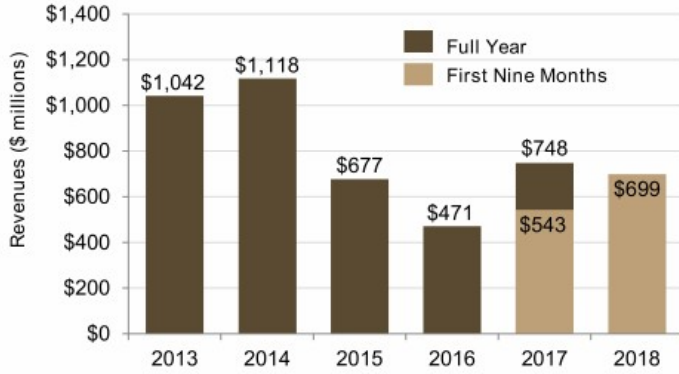
NON-GAAP FINANCIAL MEASURES

To help understand the Company's financial performance, the Company has supplemented its financial results that it provides in accordance with generally accepted accounting principles ("GAAP") with the non-GAAP financial measure of earnings before interest, taxes, depreciation and amortization ("EBITDA").

We believe this non-GAAP financial measure is frequently used by investors, securities analysts and other parties in the evaluation of our performance and/or that of other companies in our industry. In addition, management uses this measure to evaluate operating performance, and our annual cash incentive compensation plan has included performance metrics based on our consolidated EBITDA, along with other factors. The methods we use to produce this non-GAAP financial measure may differ from methods used by other companies. This measure should be considered in addition to, not as a substitute for, financial measures prepared in accordance with GAAP.



Consolidated Revenues



- Revenue recovery driven by oilfield activity increase and end-market diversification initiatives

- Balanced income contribution from two operating segments:

Fluids Systems

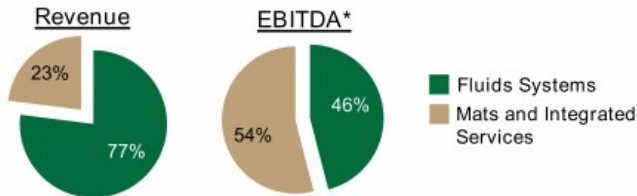
3rd largest global provider of drilling and completions fluids to oil and gas exploration industry**

Mats and Integrated Services

Leading provider of engineered worksite solutions, with diversified customer base across industries

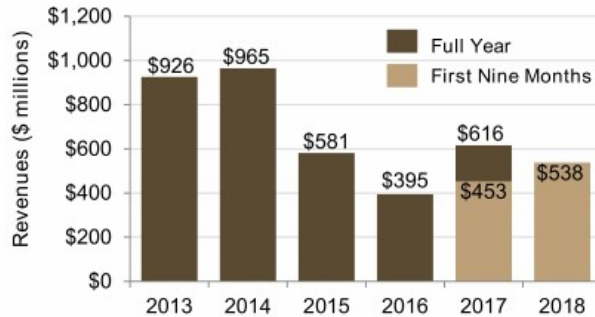
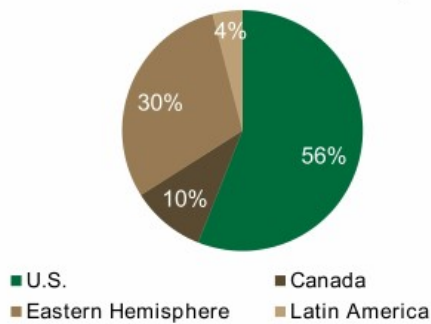
- Oil and gas exploration
- Electrical transmission and distribution
- Pipeline
- Petrochemical
- Construction

First Nine Months 2018 - Breakdown by Segment



*EBITDA is a non-GAAP financial measure. See reconciliation to the most comparable GAAP measure in the Appendix to this presentation. EBITDA contribution % based on Segment EBITDA and excludes Corporate Office expenses.

** Source: 2018 Oilfield Market Report, Spears & Associates, Inc.

Total Segment Revenues

First Nine Months - 2018 Revenue by Region


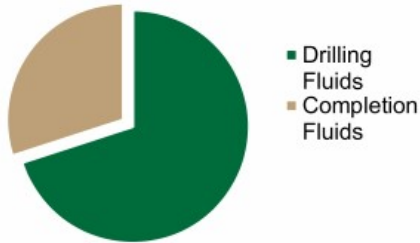
* Source: 2018 Oilfield Market Report, Spears & Associates, Inc.

- Expanding IOC & NOC relationships have been key to global market share growth:
 - Approx. 1/3 of 2018 Fluids Systems revenues generated from IOC/NOC customer base
 - Newpark share positioned #3 globally, #2 North America*
 - IOCs remain a key focus area for share growth, which requires expansion of completion fluids offering in the Gulf of Mexico

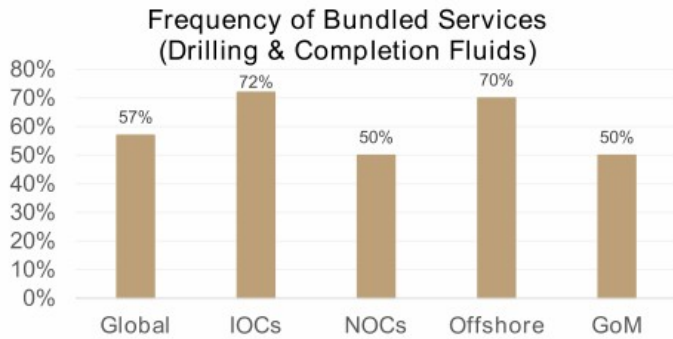
- Strong North American market position provides expansion opportunity in Stimulation Chemicals, leveraging fluids infrastructure and E&P relationships

COMPLETION FLUIDS



\$9bn Drilling and Completion Fluids Market


Source: 2018 Oilfield Market Report, Spears & Associates, Inc.



Source: Kimberlite International Oilfield Research (2018)

- Natural product line extension from drilling fluids

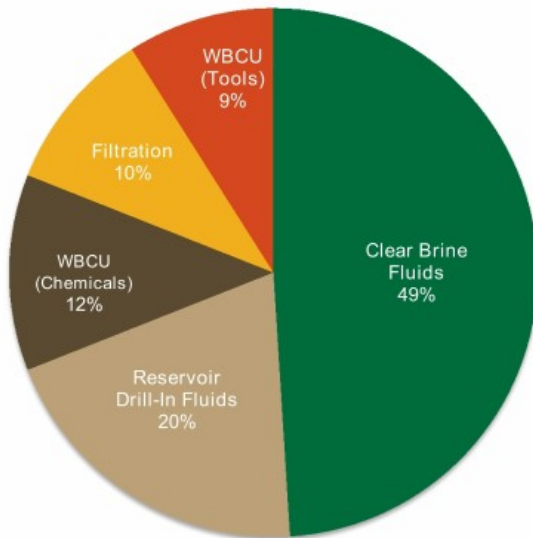
- Transition from drilling, prepare for completion
- Customer-driven bundling in GOM and International markets

- Operationally adjacent activities

- Common customers, competitors, cycles, supply chain and facilities
- Seamless integration of capabilities

- Accretive margin profile

Estimated market size
\$2.5bn



Source: Kimberlite International Oilfield Research (2018)

- Reservoir Drill-in Fluids (RDIF) ~ 20% of spend
 - Non-damaging fluid for open-hole completions
- Wellbore Cleanup (WBCU) ~ 20% of spend
 - Chemical, mechanical & software solutions
- Clear Brine Fluids (CBF) & Filtration ~ 60% of spend
 - Strategically located facilities
 - Significant volumes
 - Strategic supply partnerships are critical

Spend distribution by geography*

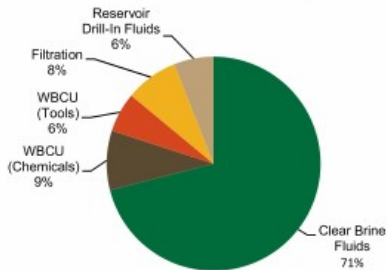
Gulf of Mexico

Average spend per well (\$Mil)



Completion Fluids
Drilling Fluids

Breakdown of Completion Fluids Spend



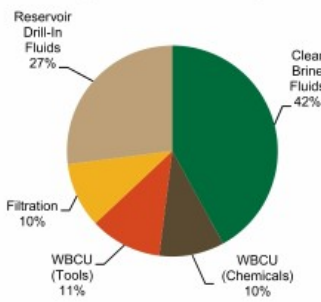
International Offshore

Average spend per well (\$Mil)



Completion Fluids
Drilling Fluids

Breakdown of Completion Fluids Spend



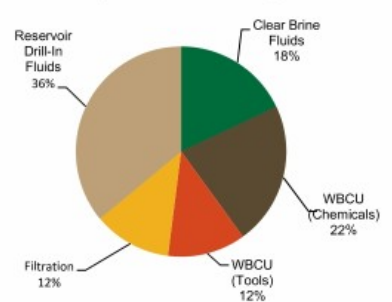
International Land

Average spend per well (\$Mil)



Completion Fluids
Drilling Fluids

Breakdown of Completion Fluids Spend



*Source: Kimberlite International Oilfield Research (2018)

Leverage complementary drilling & completion fluids capabilities

- Cost efficiencies through scale and improved facility utilization
- Influence purchasing decisions on fully integrated projects
- Brand identity
- More fully optimize facilities

Technical



Manufacturing

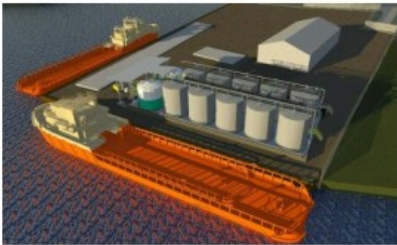


Shorebase





Strategic facility

- Well positioned in Port Fourchon
- Facility conversion underway, to be operational by end of year
- Robust and visible HSE program
- 17,000 bbls capacity
- 2 DW rigs

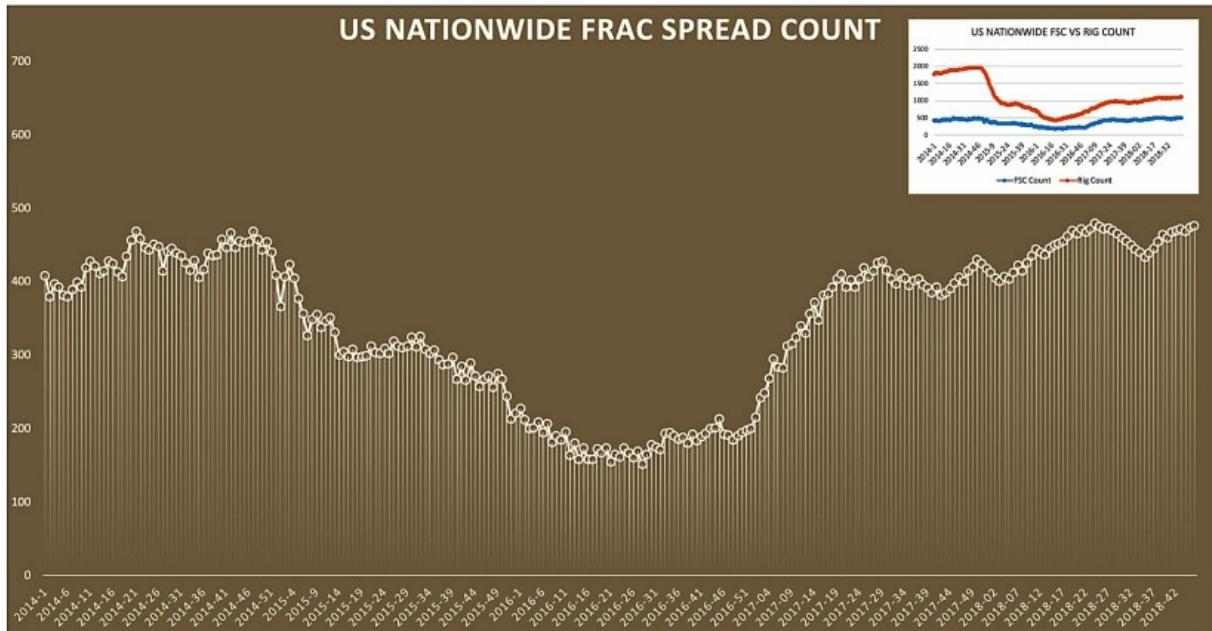




-  In Process
-  Substantially Completed

STIMULATION CHEMICALS

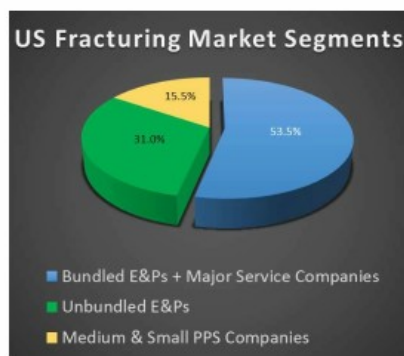




Frac Spread Count for week ending Nov 16th 2018 was 476



Source Primary Vision



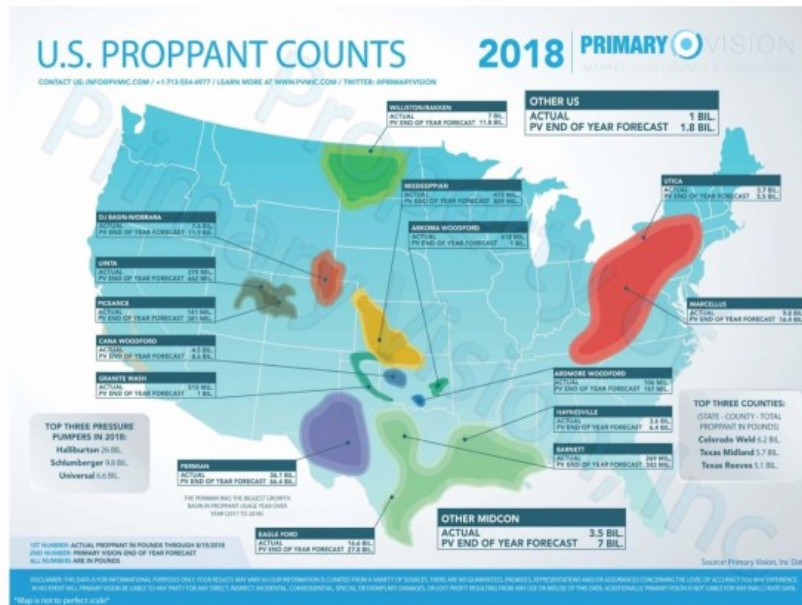
- The U.S. Market Frac Spread count has been above 400 YTD 2018*
- ~ \$12m - \$13m of chemical purchases annually per Frac spread; \$6-7B total market size**
- 47% of US Fracturing Chemical market is accessible to Newpark***
 - 31% of chemical purchases currently de-bundled from horsepower; trend is increasing
 - 16% medium - small pressure pumping providers procure chemicals from 3rd parties

Estimated addressable
US Stimulation Chemical Market Size:
~ \$2.5bn - \$3.5bn

*Primary Vision

**Internal estimate

***Kimberlite International Oilfield Research (2018)



Well laterals are getting longer as operators seek greater reservoir drainage

- Larger stage count per well

To achieve greater reservoir drainage (EUR), operators are seeking to place more proppant in each well

To place more proppant into each well, operators are pumping larger volumes of water (10M – 25M gallons per well)

Larger volumes of fluid translates to higher chemical usage

- Non-damaging fluids with higher proppant carrying capacity needed

Competitive Chemical Purchasing Criteria Of Significance		
Unbundled E&Ps	Medium & Small PPS	Bundled E&Ps
Cost Per Stage	Price Per Gallon	Full Service Capability
Wellsite Delivery	Local Inventory	Availability Of Pressure Pumping Equipment
Reliability Of Supply	Technical Lab Capabilities	Stage completion per day rate
Full Range Of Products	Unique Products	Reservoir Knowledge
Technical Lab Capabilities	Technical Support	Fracturing Design Capable
Safety Record		Safety Record
Field Experience		



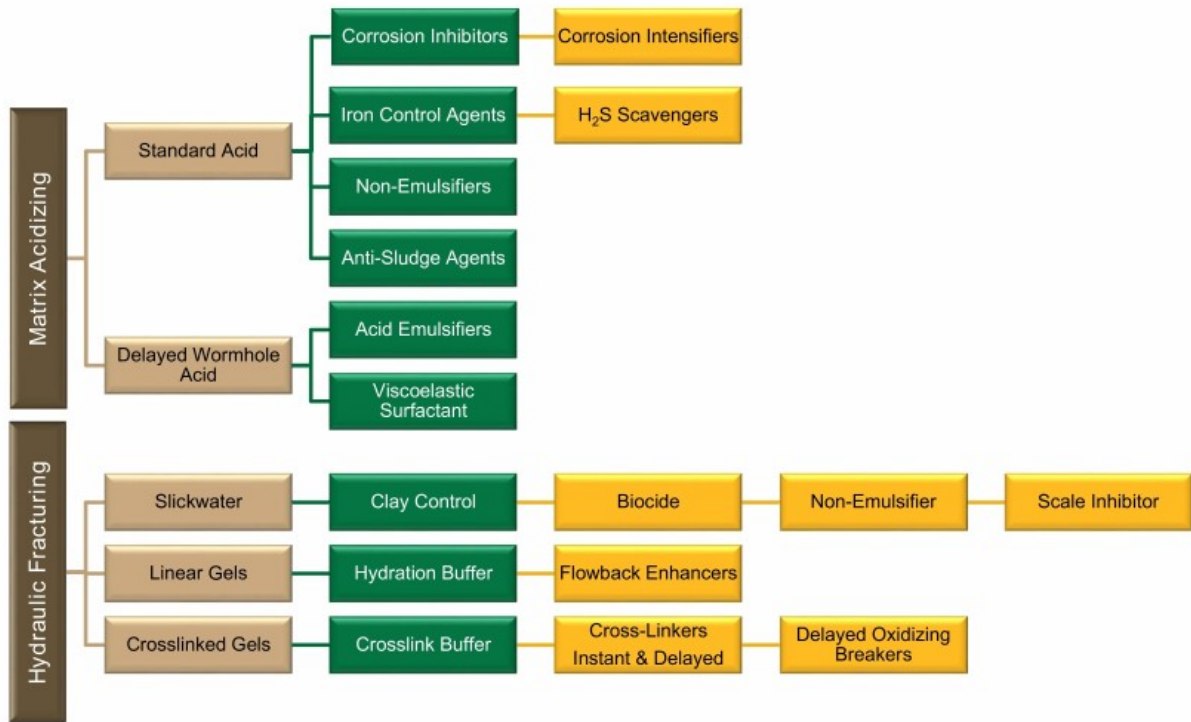
Chemical Fluids Suppliers / Newpark Competitors



Friction Reducer Manufacturers

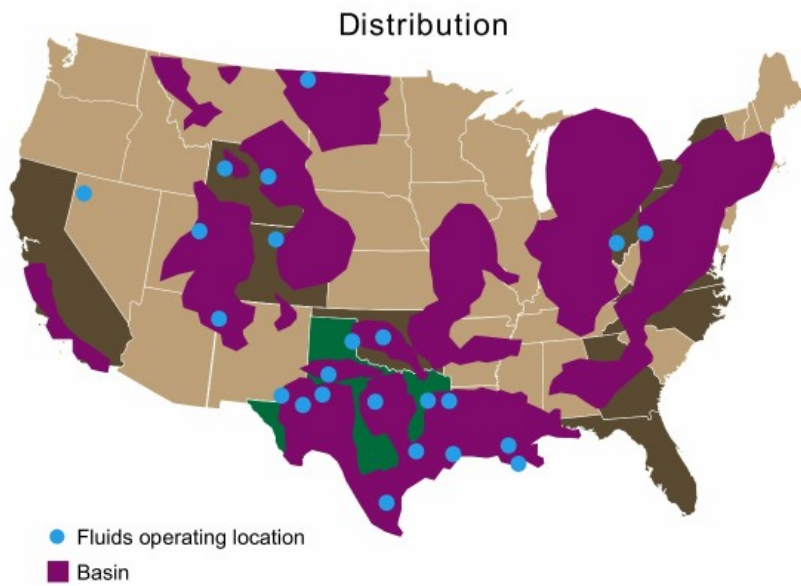
Key Future Competitive Advantages for Newpark:

- Reservoir knowledge improvement by linking Rock Mechanics and Geomechanics to our Fluid Design
- Novel high proppant carrying fluid design through use of Fluids Technology Center (Katy, TX)



Chemistry need capitalizes on existing fluids R&D capabilities and supply chain

Fluids infrastructure in place to support Stimulation Chemicals



Manufacturing



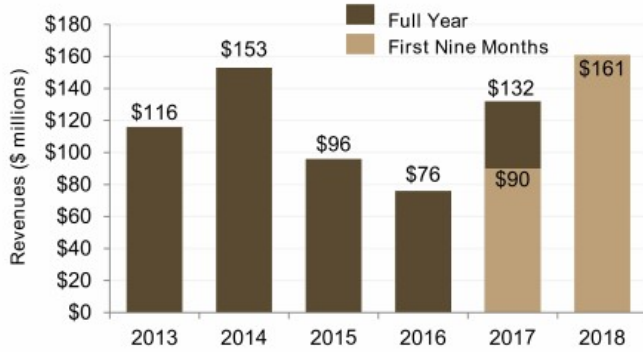
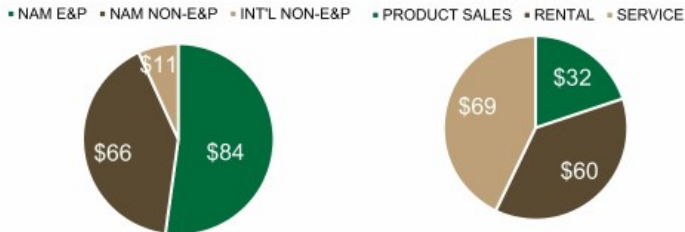
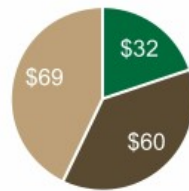
Technical





 In Process

 Substantially Completed

Total Segment Revenues

First Nine Months 2018 – Revenue by End Market

First Nine Months 2018 – Revenue by Type


- Leading provider of engineered worksite and access solutions
 - In early phases of global market penetration, where our patented systems reduce operators' costs and improve environmental protection
 - Diversified market presence, fairly balanced between E&P and non-E&P end-markets

- Revenues include rentals & service, as well as sales of manufactured matting products
 - 2017 acquisition significantly expanded service revenues

- Patented technology, service capability, low manufacturing cost and size of composite mat rental fleet provide competitive advantage

MATS – HIGH LEVEL OVERVIEW



GENERAL INTRODUCTION



Access alternatives

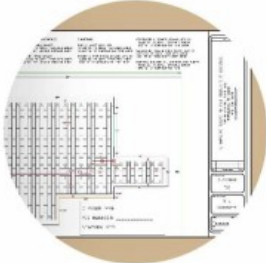
Longer Duration, Low Remediation Requirement



Shorter Duration, High Remediation Requirement



Services & containment



Site evaluation, planning and layout design



Containment and spill prevention



ROW clearing, hydro seeding



Storm Water Pollution Prevention Plan/BMP



Impoundments



Mat fleet management

Exploration & Production



Pipeline



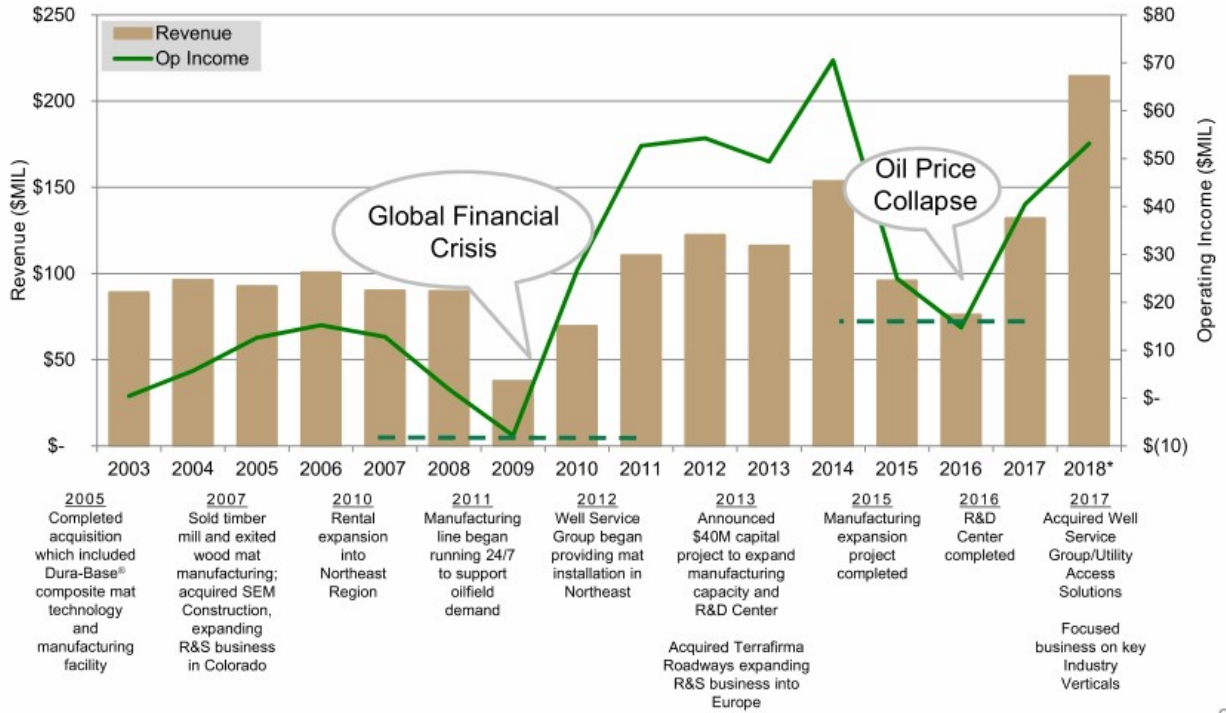
Transmission & Distribution



Construction & Other



Mats & Integrated Services Revenue and Operating Income



* Reflects first nine months annualized

Changing matting landscape



Demonstrating Value and Capturing Share

Lower Customer Operating Risk



Safety



Scale & Reliability



Efficiency



Environmental Sustainability

Belief in Innovation

- Introduced the world to Composite matting technology
- 20 Years of DURA-BASE® as the industry standard
- Continual investment in technology & productivity

Scaled to Succeed

- Operating largest fleet of DURA-BASE® mats in the world
- Advantaged domestic and International footprint
- Continuous investment in manufacturing capacity & agility

Proven Record in Delivering

- Transformed NE containment market to DURA-BASE®
- Uniquely positioned to repeat success in T&D and Pipeline

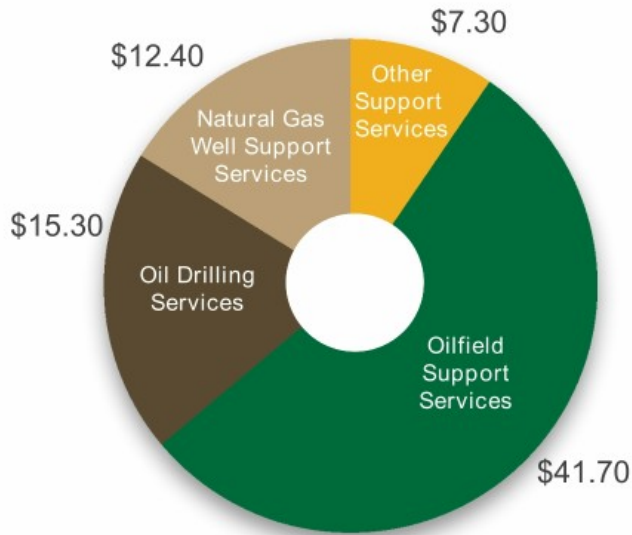
MATS & INTEGRATED SERVICES



MARKET OPPORTUNITY



Annual Spend \$76.7bn*	Annual Growth 2013-18 -11.8%*	Forecast Growth 2018-23 4.1%*
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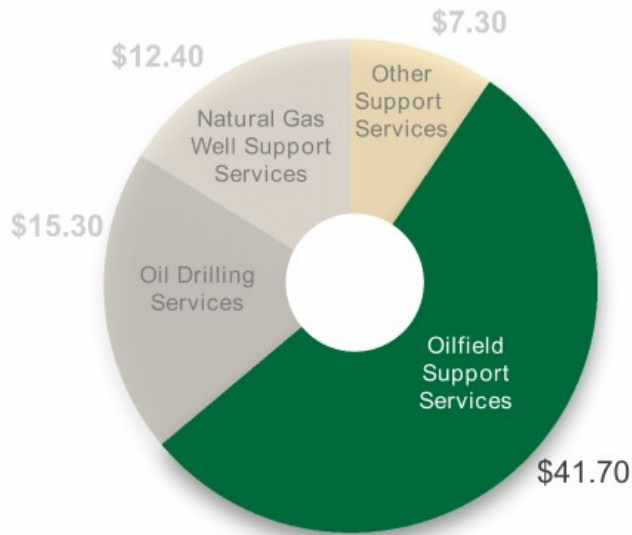


Key Demand Drivers

- Global O&G prices
- Producers drive for efficiency
- Regulatory / Environmental framework
- Midstream capacity constraints
- Shift to containerized proppants

* Source: IBISWorld Industry Report 21311 – Oil & Gas Field Services in the U.S. – August 2018

Annual Spend \$76.7bn*	Annual Growth 2013-18 -11.8%*	Forecast Growth 2018-23 4.1%*
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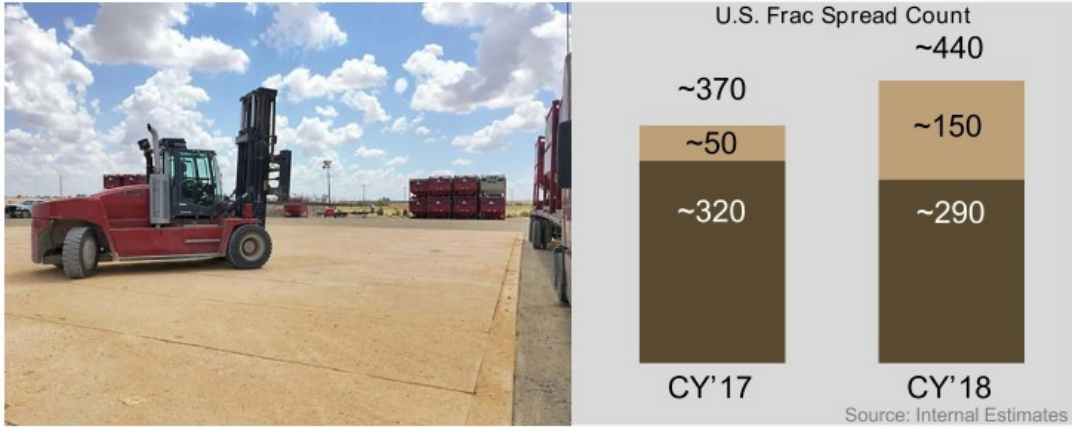


NA Market Opportunity

\$0.5bn**

*Source: IBISWorld Industry Report 21311 – Oil & Gas Field Services in the U.S. – August 2018
 **Internal estimates

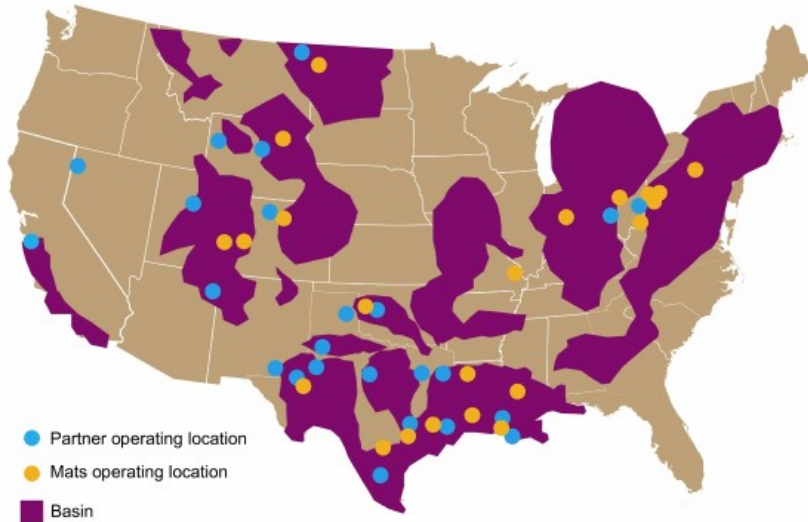
Growth of gravity fed proppant delivery



- Significant YoY growth in gravity fed proppant systems
- Dynamic load conditions demand a durable interlocking surface
- Made for DURA-BASE®
- Short turnaround, rapid deployment & servicing favor scaled service provider

Gravity Fed
 Pneumatic / Other

Servicing Major Shale Basins



Targeted Customer Base

- E&P companies
- Pressure Pumping companies
- Service companies

Key Success Factors



- Large-scale fit-for-purpose fleet
- Expert service and product offering
- Ability to provide products/services in diverse locations
- Ability to satisfy environmental requirements
- Ability to quickly adopt new technology
- Access to skilled labor

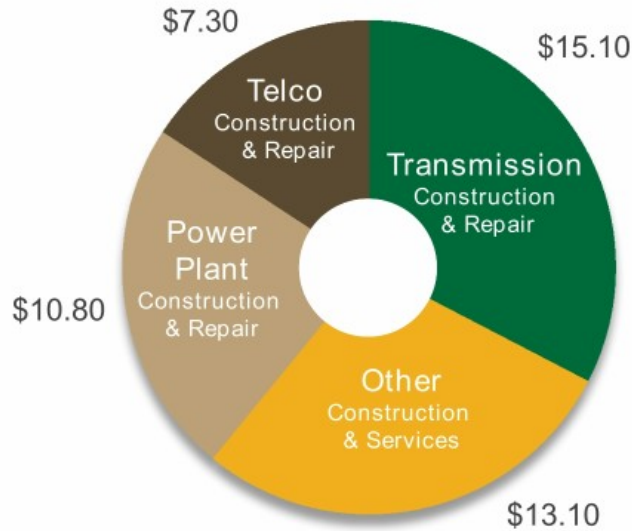
Annual Spend

\$46.3bn*

Annual Growth 2012-17

-0.9%*

Forecast Growth 2017-22

4.0%*


Key Demand Drivers (for Access Products)

- Aging infrastructure, grid hardening
- Substation upgrade programs
- Environmental regulations and sensitivity
- Location / Terrain
- Weather

* Source: IBISWorld Industry Report 23713 – Transmission Line Construction in the U.S. – September 2017

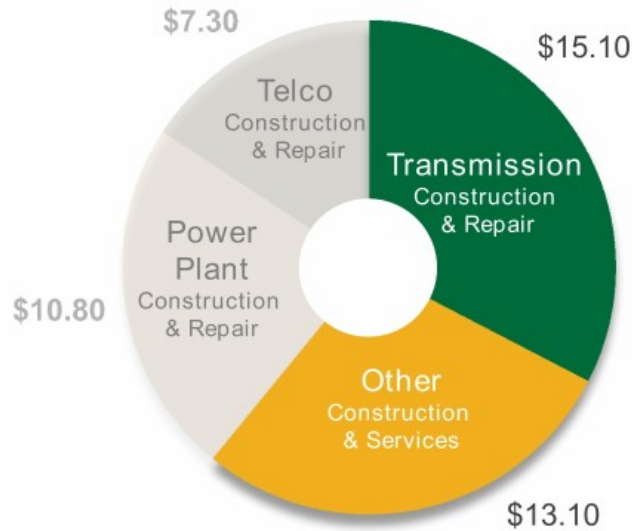
Annual Spend

\$46.3bn*

Annual Growth 2012-17

-0.9%*

Forecast Growth 2017-22

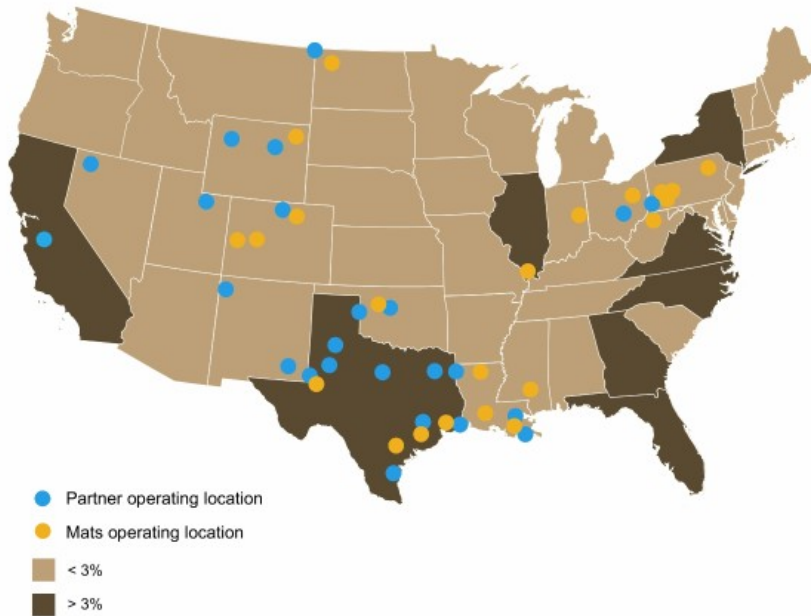
4.0%*

 NA Access
Market Opportunity

\$1.0bn**

*Source: IBISWorld Industry Report 23713 – Transmission Line Construction in the U.S. – September 2017

** Internal estimates

% Of Total Market Spend By State*



Targeted Customer Base

- Utility Companies
- EPC Companies
- Construction Service Companies

Key Success Factors



- Large-scale fleet
- Expert service and product offering
- Ability to provide products/services in diverse locations
- Ability to satisfy environmental requirements
- Ability to quickly adopt new technology
- Access to skilled labor

*Source: IBISWorld Industry Report 23713 – Transmission Line Construction in the U.S. – September 2017

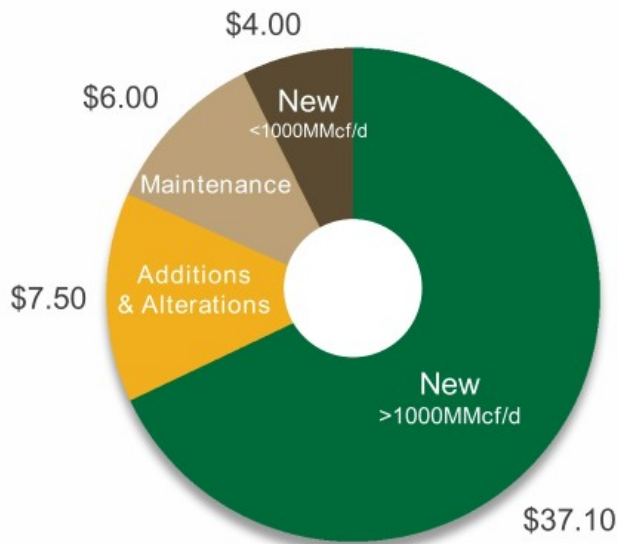
Annual Spend

\$54.6bn*

Annual Growth 2013-18

2.6%*

Forecast Growth 2018-23

2.9%*


Key Demand Drivers (for Access Products)

- Government policy
- Regulatory framework (inspection/integrity)
- Environmental regulations and sensitivity
- Location / Terrain
- Weather

*Source: IBISWorld Industry Report 23712 – Oil & Gas Construction in the U.S. – April 2018

Annual Spend

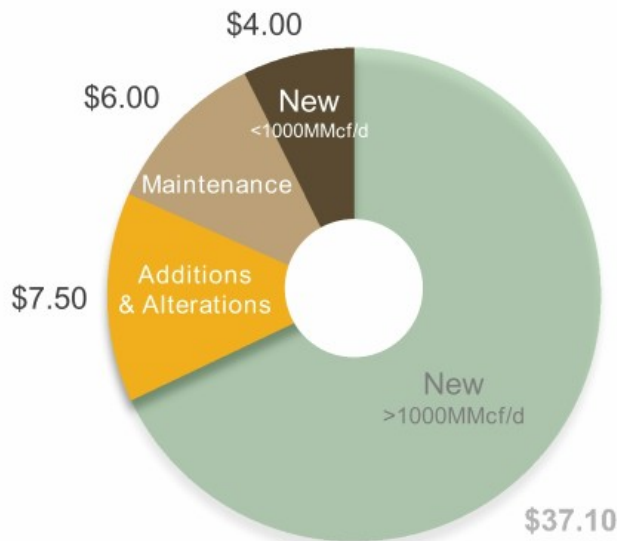
\$54.6bn*

Annual Growth 2013-18

2.6%*

Forecast Growth 2018-23

2.9%*

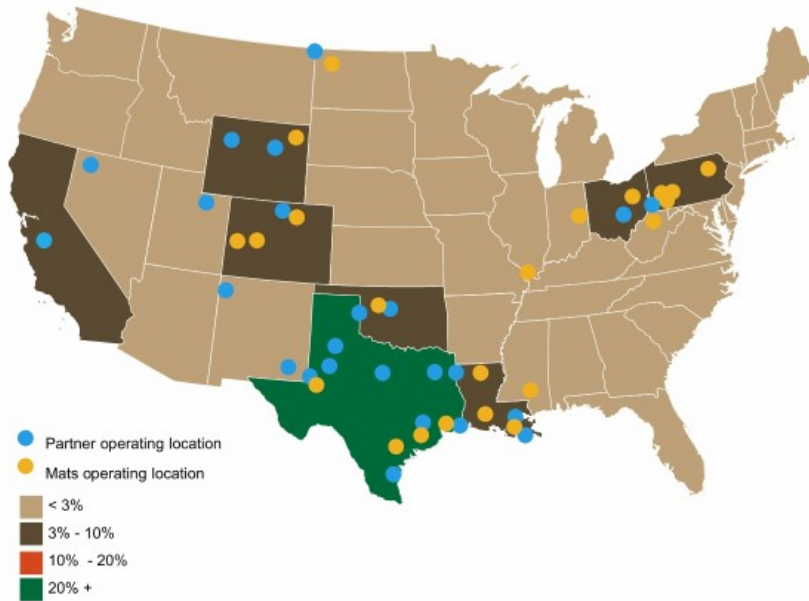


NA Access
Market Opportunity

\$1.0bn**

*Source: IBISWorld Industry Report 23712 – Oil & Gas Construction in the U.S. – April 2018
**Internal estimates

% Of Total Market Spend By State*



Targeted Customer Base

- Pipeline Operators
- EPC Companies
- Integrity/Inspection Companies
- Construction Service Companies

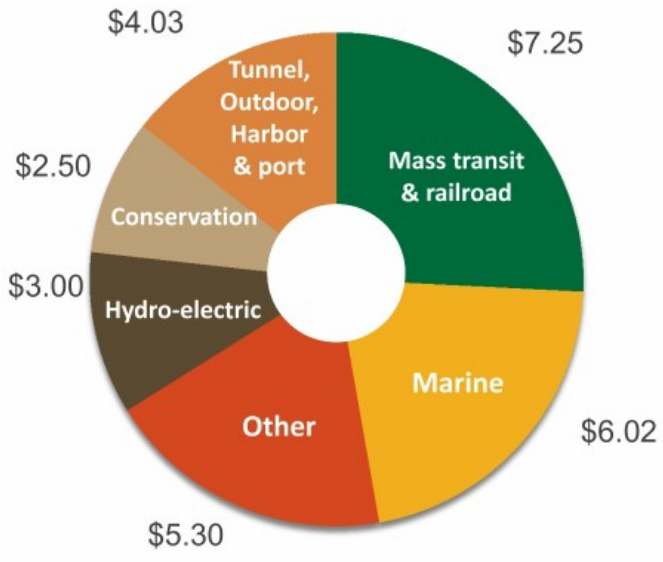
Key Success Factors



- Large-scale fleet
- Expert service and product offering
- Ability to provide products/services in diverse locations
- Ability to manage environmental requirements
- Access to skilled labor

*Source: IBISWorld Industry Report 23713 – Transmission Line Construction in the U.S. – September 2017

Annual Spend \$28.1bn*	Annual Growth 2013-18 -0.9%*	Forecast Growth 2018-23 -0.5%*
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Key Demand Drivers (for Access Products)

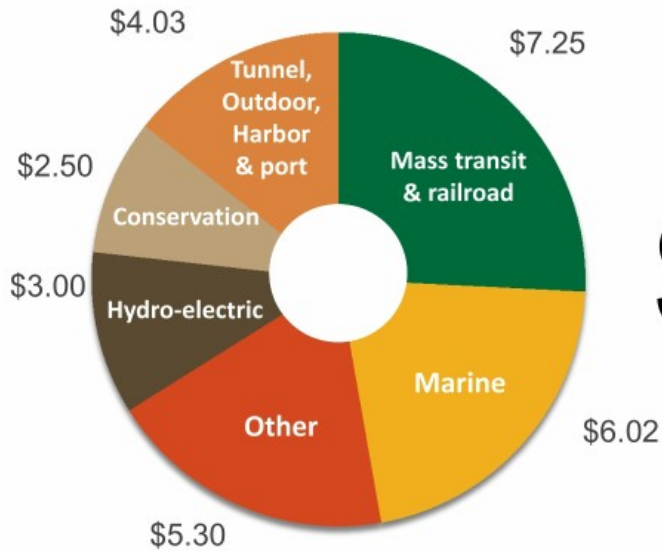
- Population growth & infrastructure demand
- Environmental regulations and sensitivity
- Location / Terrain
- Weather

*Source: IBISWorld Industry Report 23799– Heavy Engineering Construction in the US – October 2018

Annual Spend
\$28.1bn*

Annual Growth 2013-18
-0.9%*

Forecast Growth 2018-23
-0.5%*



NA Access
 Market Opportunity

\$0.5bn**

*Source: IBISWorld Industry Report 23799– Heavy Engineering Construction in the US – October 2018
 **Internal Estimates

NA Access Market Opportunity

\$2.5bn - \$3.0bn*

*Internal estimates

MATS & INTEGRATED SERVICES



BUILT TO SUCCEED

OPERATING FOOTPRINT

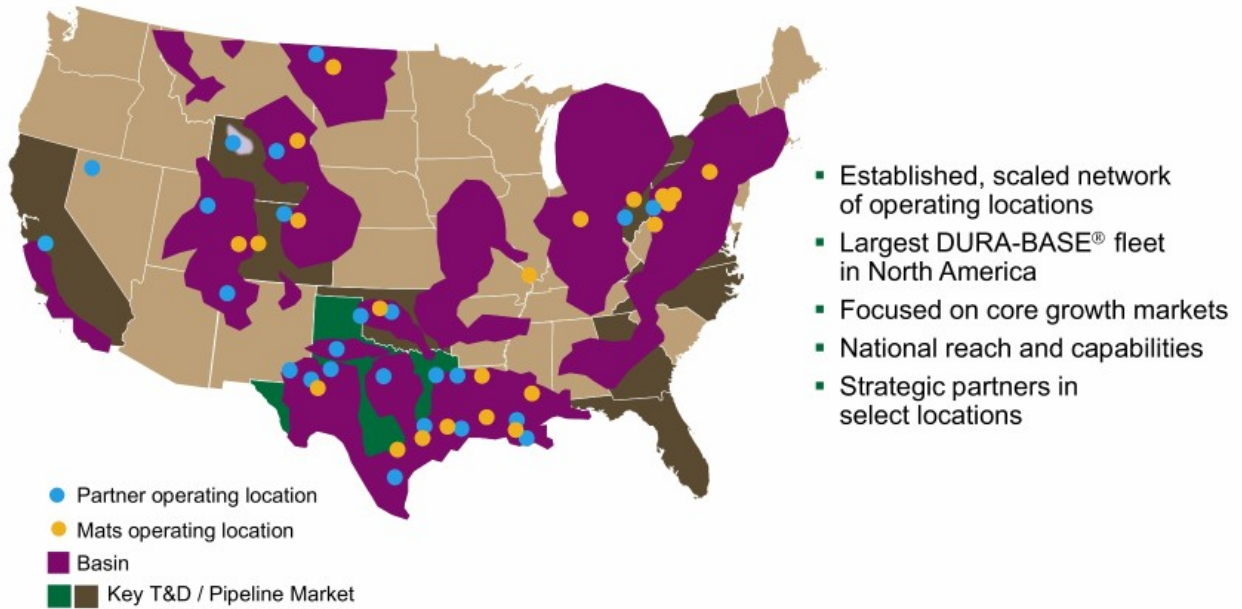
BUSINESS MODEL

ENVIRONMENTAL SUSTAINABILITY

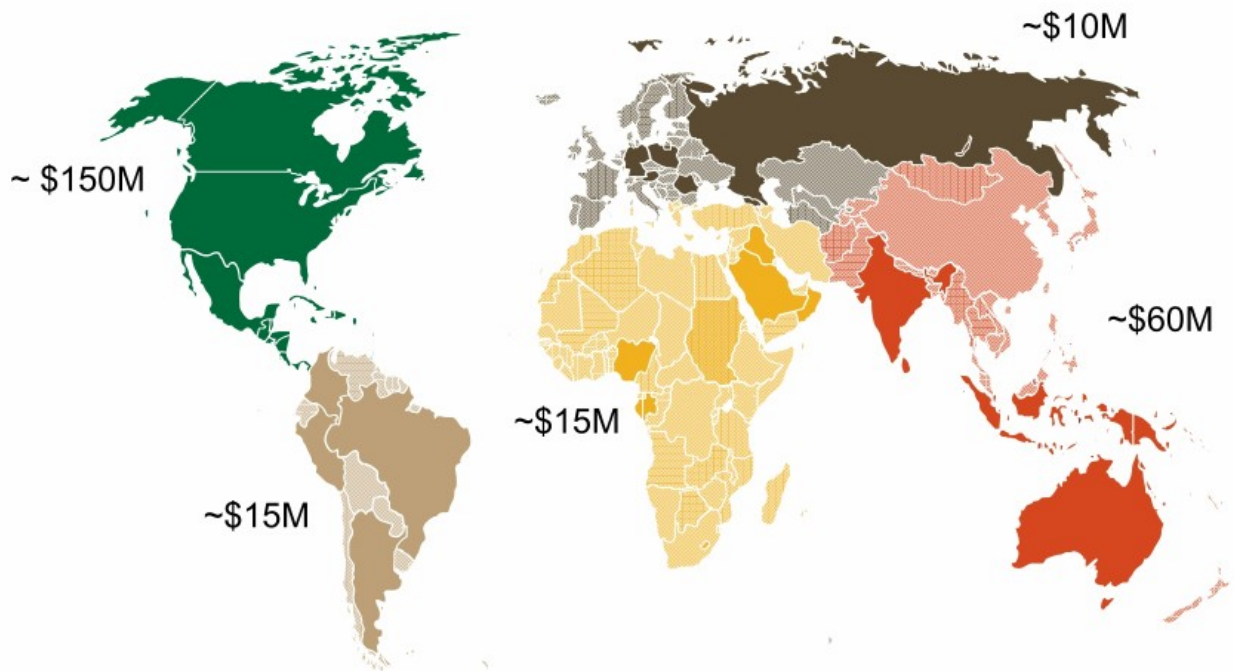
INNOVATION PIPELINE



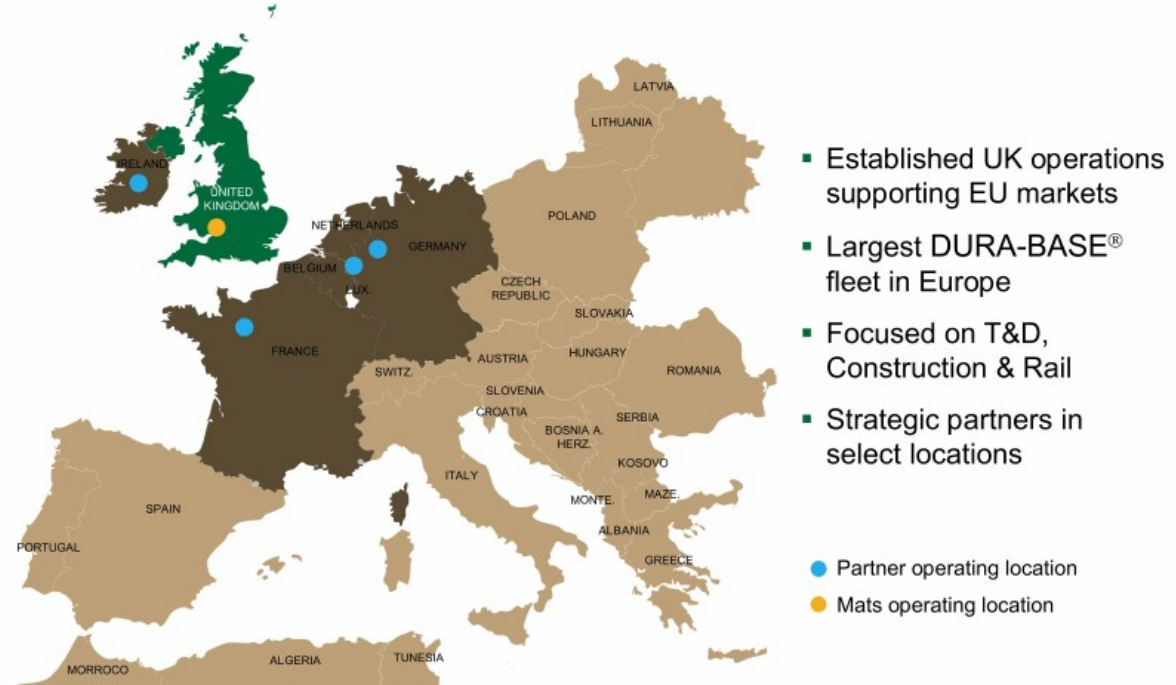
Well positioned operations centers to service target markets






Positioned as recognized global brand



UK operations provides access to EU markets



Focused on industry needs to drive growth

	E&P	UTILITIES	PIPELINE	
North				<ul style="list-style-type: none"> Experienced industry experts focused on customer needs
West				<ul style="list-style-type: none"> Dedicated resources delivering value proposition to expanded customer base
Midwest				<ul style="list-style-type: none"> Strong adoption to date
Texas				<ul style="list-style-type: none"> Supported by best in class regional operations centers
LA Gulf Coast				

Organized around our customers needs

Rental & Services



Best In Class Safety, Quality & Efficiency
Leveraging technology, footprint & scale

- OIL & GAS
- PIPELINE
- TRANSMISSION & DISTRIBUTION
- CONSTRUCTION

INNOVATION

Customer /
Industry led
innovation
pipeline



Design & Manufacturing

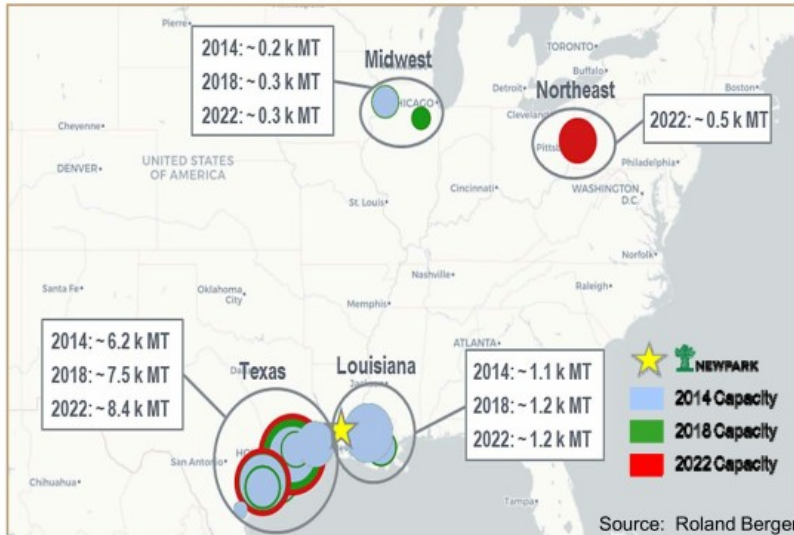


Highest Quality Product Portfolio Driven
by Innovation & 20 Years With
DURA-BASE® Setting Industry Standard

- MANUFACTURING
- APPLICATION ENGINEERING
- R&D
- PRODUCT ENGINEERING

Strategically advantaged manufacturing facility

U.S. HDPE Production Capacity



- Strategically located to key raw material corridor
- 20+ years of production know how
- Highly automated process driving 6σ quality & lean efficiency
- Adequate capacity to meet sales & rental fleet needs
- Agile manufacturing supporting R&D w/o impacting production
- Onsite R&D facilities

Flexible options to suit ownership preferences

Purchase Preference



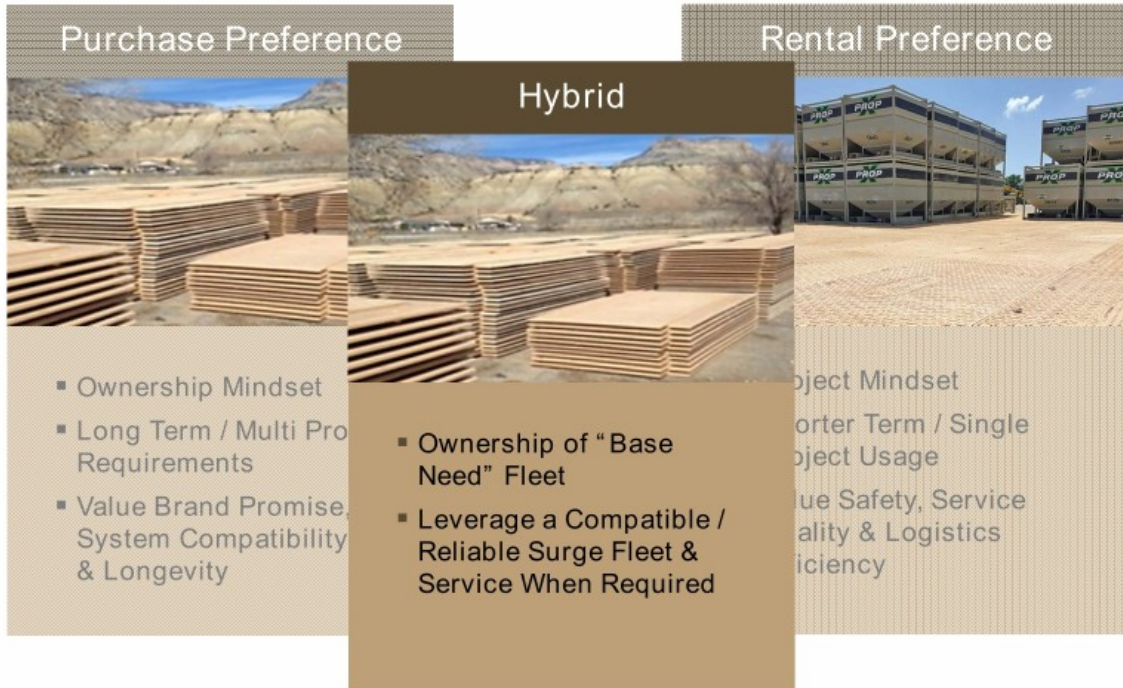
- Ownership Mindset
- Long Term / Multi Project Requirements
- Value Brand Promise, System Compatibility & Longevity

Rental Preference



- Project Mindset
- Shorter Term / Single Project Usage
- Value Safety, Service Quality & Logistics Efficiency

Flexible options to suit ownership preferences



Engineered for sustainability



- DURA-BASE® mats & pins
100% recyclable
- 100% of process water recycled
during manufacturing
- Composite matting requires
75 – 95% less energy
than timber mat during
manufacturing*
- 20 – 80** years to grow
and produce timber mat
for 2 – 3 year life
- 10+ years typical DURA-BASE®
life each manufacturing cycle

*Cambio Solutions (2018)

**Source: Sterling Lumber quoted figure (20y = Softwoods; 80y = Hardwoods)

Lower Customer Operating Risk



Safety



Scale & Reliability



Efficiency



Environmental Sustainability

Invasive species cost US agriculture \$120bn* p.a.



T-Rex Mobile Mat Washer



- Timber mats organic & open structure conducive to transport of invasive species
- DURA-BASE® Closed, impervious design removes risk
- Closed loop high pressure water system eliminates discharge while removing all mud / debris to remain onsite
- Eliminates personnel risks from manual washing
- Enables hundreds of mats to be cleaned a day with minimal crew size

* Sources: US Fish & Wildlife Service 2012; T&D World, May 24, 2018

Minimizing worker risk


EPZ Bus Bars

connect to the mats and allow for easy connection to grounding clamps, bolts and cables as required

Connector Straps

create electrical continuity from mat to mat

Safety Barrier Fencing System

Offers protection from unintentionally entering or exiting the jobsite.

Equipotential Zone System (EPZ)

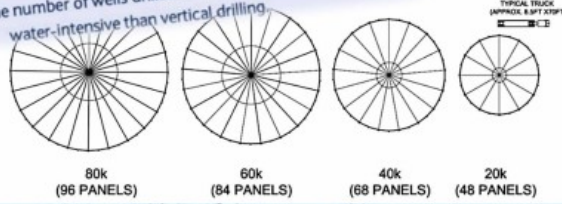


- Engineered modular system providing rapid construction of an equipotential zone.
- Flexible design to optimize site configurations
- Easy visual indication of system integrity
- Utilizes DURA-BASE® matting system for superior ground protection & compatibility with access roadway
- Integrates with DURA-BASE® safety railing for step off potential reduction

Water management for E&P and Pipeline is a growing issue

New oil wells, new water demands

While water use varies by play and region, overall, it has been rising since 2008. Much of this increase can be attributed to a shift from vertical to horizontal wells. Horizontal drilling improves production efficiencies and reduces the number of wells drilled overall, but is also more water-intensive than vertical drilling.



Modular Above Ground Storage Tank (AST)

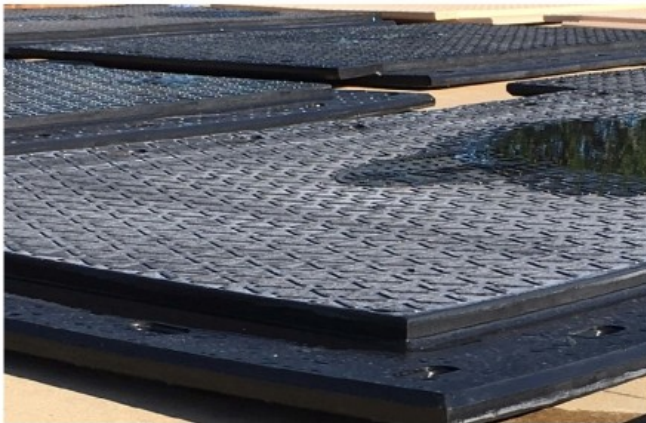


- Utilizing DURA-BASE® matting, modular design enables multiple size configurations to support site design limitations
- Industry leading 80,000 Bbl. max capacity down to 20,000 Bbl. utilizing same hardware
- Entire 80K tank moved in 4/5 non permitted loads
- Ideal for pressure pumping in E&P and Pipeline integrity applications
- Re-deployable as roadway or access pad

Helping customers manage environmental impacts

“In 2015, 850,000 tons of E&P waste was disposed of in Pennsylvania landfills”

Arlene Karidis, Waste 360, Oct 2017



ENVIROBASE™



- Utilizes 100% recycled HDPE liner as raw material for mat
- Dimensionally consistent with standard DURA-BASE® fleet
- Eliminates need to landfill liner removing cost burden from operator

More than just a mat... a system to solve any problem



OVERLAP LIP
Helps interlock each mat forming a continuous work surface.



LINER PROTECTION
Superior protection provided by mats to minimize aggregate on site, thus saving cost.



TREAD PATTERN
Design improves traction for load-bearing vehicles and heavy equipment.



DRIVE OFF BARRIER
Aid in management of any possible spills on work platform and keeps debris off site.



RAMPS
Provide entry points for vehicles and controls traffic flow on work platform.



STRONGHOLD BERMS
Ready to contain your oil and gas drilling site.



POSITIONING BAR
Aligns and adjusts mat holes prior to insertion of locking pin.



T-WRENCH
Locks and unlocks each pin when turned 90°.



PIN EXTRACTOR
Removes the pin once unlocked.



SAFETY BARRIER FENCING SYSTEM
Offers protection from unintentionally entering or exiting the jobsite.



ROAD MARKER SYSTEM
Used for directions, warnings, restrictions or other information.



SPACER SUPPORT
Slides under edge of mat for added support.



LOCKING PIN
Inserted into mat and turned 90° to lock into position. **MUD CAP** Keeps locking pin hexnuts clear of dirt and debris.



PINHOLE PLUG
Inserted into unused holes to significantly reduce mud flowback onto the mat surface.



REFLECTORS
Help guide traffic during nighttime activities.



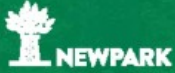
RADIO-FREQUENCY IDENTIFICATION (RFID) TAG
Built into each manufactured mat for the purpose of tracking.



HALF MAT
Complements the regular mat and provides increase coverage and flexibility.



TURNING MAT
Provides a 10 degree change of direction in a single lane temporary road.



MATS – EXTENSIVE IP PORTFOLIO PROTECTING INNOVATION

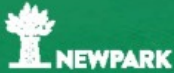
<p>MAT SYSTEM FOR CONSTRUCTION OF ROADWAYS AND SUPPORT SURFACES US 8,655,531 January 14, 2014</p> <p>A method and system for constructing a roadway or support surface using a mat system. The mat system includes a plurality of mats that are joined together to form a continuous surface. The mats are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The mat system is used to construct roadways and support surfaces in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>LOAD-BEARING STRUCTURE US 8,688,432 March 18, 2014</p> <p>A load-bearing structure for supporting a load. The structure includes a plurality of load-bearing members that are joined together to form a continuous surface. The load-bearing members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The load-bearing structure is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>METHOD OF MAKING LOAD-BEARING STRUCTURES US 8,709,202 April 1, 2014</p> <p>A method of making a load-bearing structure. The method includes providing a plurality of load-bearing members and joining them together to form a continuous surface. The load-bearing members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The load-bearing structure is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>INTERLOCKING MAT SYSTEM US 8,725,217 April 22, 2014</p> <p>An interlocking mat system for supporting a load. The system includes a plurality of mats that are joined together to form a continuous surface. The mats are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The interlocking mat system is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>METHOD FOR MANUFACTURING MOLDED PANELS US 8,648,939 February 4, 2014</p> <p>A method for manufacturing molded panels. The method includes providing a mold and a material and forming the material into a panel. The panel is made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The molded panel is used in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>INTERLOCKING MAT SYSTEM US 8,649,337 February 4, 2014</p> <p>An interlocking mat system for supporting a load. The system includes a plurality of mats that are joined together to form a continuous surface. The mats are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The interlocking mat system is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>FINGER MAT US 8,614,434 January 14, 2014</p> <p>A finger mat for supporting a load. The mat includes a plurality of fingers that are joined together to form a continuous surface. The fingers are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The finger mat is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>DUAL-LOADING LOCKING PIN US 8,618,291 January 14, 2014</p> <p>A dual-loading locking pin for supporting a load. The pin includes a plurality of locking members that are joined together to form a continuous surface. The locking members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The dual-loading locking pin is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>
<p>LOCKING PIN US 8,732,811 April 23, 2014</p> <p>A locking pin for supporting a load. The pin includes a plurality of locking members that are joined together to form a continuous surface. The locking members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The locking pin is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>METHOD OF SEALING A LOAD SUPPORTING SURFACE US 8,745,916 April 23, 2014</p> <p>A method of sealing a load supporting surface. The method includes providing a sealant and applying it to a surface. The sealant is made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The sealant is used to seal a surface in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>LIGHTED PIN HOLE PLUG US 8,655,993 April 23, 2014</p> <p>A lighted pin hole plug for supporting a load. The plug includes a plurality of lighted members that are joined together to form a continuous surface. The lighted members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The lighted pin hole plug is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>SEALED THREADED LOCKING PIN US 8,655,993 April 23, 2014</p> <p>A sealed threaded locking pin for supporting a load. The pin includes a plurality of locking members that are joined together to form a continuous surface. The locking members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The sealed threaded locking pin is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>BRAVO MAT US 8,748,949 April 23, 2014</p> <p>A bravo mat for supporting a load. The mat includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The bravo mat is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>MAT STRUCTURE US 8,748,949 April 23, 2014</p> <p>A mat structure for supporting a load. The structure includes a plurality of mats that are joined together to form a continuous surface. The mats are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The mat structure is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>MAT-TO-MAT SEAL US 8,748,949 April 23, 2014</p> <p>A mat-to-mat seal for supporting a load. The seal includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The mat-to-mat seal is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>REDUNDANT INTERFACING GAP SEAL US 8,748,949 April 23, 2014</p> <p>A redundant interfacing gap seal for supporting a load. The seal includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The redundant interfacing gap seal is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>
<p>GENERATION 4 EPZ MAT US 8,748,949 April 23, 2014</p> <p>A generation 4 EPZ mat for supporting a load. The mat includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The generation 4 EPZ mat is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>INTERFACING GAP SEAL US 8,648,939 February 4, 2014</p> <p>An interfacing gap seal for supporting a load. The seal includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The interfacing gap seal is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>TOP SIDE SEAL US 8,648,939 February 4, 2014</p> <p>A top side seal for supporting a load. The seal includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The top side seal is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>MANUFACTURING OF SEALED MAT US 8,648,939 February 4, 2014</p> <p>A method of manufacturing a sealed mat. The method includes providing a mold and a material and forming the material into a mat. The mat is made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The sealed mat is used in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>GRAPPLE HEAD US 8,648,939 February 4, 2014</p> <p>A grapple head for supporting a load. The head includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The grapple head is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>METHOD OF MOVING AT LEAST ONE MAT WITH A CABLE-DRIVEN GRAPPLE HEAD US 8,648,939 February 4, 2014</p> <p>A method of moving at least one mat with a cable-driven grapple head. The method includes providing a grapple head and a cable and moving the grapple head along the cable. The grapple head is made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The cable is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>APPARATUS AND METHOD FOR INSTALLING AN ELECTRICALLY-GROUNDABLE SUPPORT SURFACE US 8,648,939 February 4, 2014</p> <p>An apparatus and method for installing an electrically-groundable support surface. The apparatus includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The method includes providing the apparatus and installing it on a surface. The apparatus is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	
<p>EPZ MAT US 8,688,432 March 18, 2014</p> <p>An EPZ mat for supporting a load. The mat includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The EPZ mat is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>APPARATUS AND METHODS FOR ELECTRICALLY GROUNDING A LOAD-SUPPORTING SURFACE US 8,688,432 March 18, 2014</p> <p>An apparatus and methods for electrically grounding a load-supporting surface. The apparatus includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The methods include providing the apparatus and grounding the surface. The apparatus is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>GENERATION 1 EPZ MAT US 8,688,432 March 18, 2014</p> <p>A generation 1 EPZ mat for supporting a load. The mat includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The generation 1 EPZ mat is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>BERM CONTAINMENT SYSTEM II US 8,688,432 March 18, 2014</p> <p>A berm containment system II for supporting a load. The system includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The berm containment system II is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>BERM CONTAINMENT SYSTEM I US 8,688,432 March 18, 2014</p> <p>A berm containment system I for supporting a load. The system includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The berm containment system I is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>APPARATUS AND METHODS FOR SEALING A CELLAR US 8,688,432 March 18, 2014</p> <p>An apparatus and methods for sealing a cellar. The apparatus includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The methods include providing the apparatus and sealing the cellar. The apparatus is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>CELLAR PROTECTION SYSTEM WITH SEALS US 8,688,432 March 18, 2014</p> <p>A cellar protection system with seals for supporting a load. The system includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The cellar protection system with seals is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>	<p>SAFETY BARRIER FENCING SYSTEM US 8,688,432 March 18, 2014</p> <p>A safety barrier fencing system for supporting a load. The system includes a plurality of members that are joined together to form a continuous surface. The members are made of a material that is resistant to wear and tear and is capable of supporting heavy loads. The safety barrier fencing system is used to support a load in a variety of applications, including construction sites, parking lots, and industrial facilities.</p>

Strong growth pathway

- Industry leading technology and manufacturing expertise
- Proven history of converting markets and delivering value
- Significant share capture available in scale markets
- Strong, sustainable value proposition



- Sustained growth through innovation...



APPENDIX - NON-GAAP FINANCIAL MEASURES (UNAUDITED)

To help understand the Company's financial performance, the Company has supplemented its financial results that it provides in accordance with generally accepted accounting principles ("GAAP") with the non-GAAP financial measure of earnings before interest, taxes, depreciation and amortization ("EBITDA").

We believe this non-GAAP financial measure is frequently used by investors, securities analysts and other parties in the evaluation of our performance and/or that of other companies in our industry. In addition, management uses this measure to evaluate operating performance, and our annual cash incentive compensation plan has included performance metrics based on our consolidated EBITDA, along with other factors. The methods we use to produce this non-GAAP financial measure may differ from methods used by other companies. This measure should be considered in addition to, not as a substitute for, financial measures prepared in accordance with GAAP.

Consolidated (In thousands)	Twelve Months Ended December 31,					Nine Months Ended September 30,
	2013	2014	2015	2016	2017	2018
Net income (loss) (GAAP) (1)	\$ 65,323	\$ 102,278	\$ (90,828)	\$ (40,712)	\$ (6,148)	\$ 21,712
(Gain) loss from disposal of discontinued operations, net of tax	-	(22,117)	-	-	17,367	-
(Income) from discontinued operations, net of tax	(12,701)	(1,152)	-	-	-	-
Interest expense, net	11,279	10,431	9,111	9,866	13,273	10,659
Provision (benefit) for income taxes	28,725	41,048	(21,398)	(24,042)	4,893	10,070
Depreciation and amortization	39,764	41,175	43,917	37,955	39,757	34,346
EBITDA (non-GAAP) (1)	\$ 132,390	\$ 171,663	\$ (59,198)	\$ (16,933)	\$ 69,142	\$ 76,787

(1) 2018 net income and EBITDA include a corporate office charge of \$1.8 million associated with the retirement and transition of our Senior Vice President, General Counsel and Chief Administrative Officer, \$1.1 million of charges in Brazil primarily related to severance costs associated with our planned workforce reductions in the fourth quarter of 2018 in connection with the scheduled completion of the current contract with Petrobras, \$0.8 million of charges associated with the July 2018 fire at our Kenedy, Texas drilling fluids facility, and \$0.6 million of non-capitalizable expenses related to the upgrade and conversion of a drilling fluids facility into a completion fluids facility. 2016 net loss and EBITDA include \$13.8 million of charges associated with asset impairments and workforce reductions partially offset by gains for extinguishment of debt and adjustment for settlement of wage and hour litigation. 2015 net loss and EBITDA include \$88.7 million of charges associated with goodwill and other asset impairments, workforce reductions and estimated resolution of wage and hour litigation.



APPENDIX - NON-GAAP FINANCIAL MEASURES (UNAUDITED)

Fluids Systems (In thousands)	Twelve Months Ended December 31,					Nine Months Ended September 30,
	2013	2014	2015	2016	2017	2018
Operating income (loss) (GAAP) (2)	\$ 72,604	\$ 95,600	\$ (86,770)	\$ (43,631)	\$ 27,580	\$ 32,092
Depreciation and amortization	26,679	22,934	22,108	20,746	21,566	15,785
EBITDA (non-GAAP) (2)	99,283	118,534	(64,662)	(22,885)	49,146	47,877
Revenues	926,392	965,049	581,136	395,461	615,803	538,087
Operating Margin (GAAP)	7.8%	9.9%	-14.9%	-11.0%	4.5%	6.0%
EBITDA Margin (non-GAAP)	10.7%	12.3%	-11.1%	-5.8%	8.0%	8.9%

(2) 2018 Fluids Systems operating income and EBITDA include \$1.1 million of charges in Brazil primarily related to severance costs associated with our planned workforce reductions in the fourth quarter of 2018 in connection with the scheduled completion of the current contract with Petrobras, \$0.8 million of charges associated with the July 2018 fire at our Kenedy, Texas drilling fluids facility, and \$0.6 million of non-capitalizable expenses related to the upgrade and conversion of a drilling fluids facility into a completion fluids facility. 2016 Fluids Systems operating income and EBITDA include \$15.6 million of charges associated with asset impairments and workforce reductions. 2015 Fluids Systems operating income and EBITDA include \$82.7 million of charges associated with goodwill and other asset impairments and workforce reductions.

Mats and Integrated Services (In thousands)	Twelve Months Ended December 31,					Nine Months Ended September 30,
	2013	2014	2015	2016	2017	2018
Operating income (loss) (GAAP) (3)	\$ 49,394	\$ 70,526	\$ 24,949	\$ 14,741	\$ 40,491	\$ 39,864
Depreciation and amortization	10,501	15,507	18,869	14,227	14,991	15,788
EBITDA (non-GAAP) (3)	59,895	86,033	43,818	28,968	55,482	55,652
Revenues	115,964	153,367	95,729	76,035	131,960	160,797
Operating Margin (GAAP)	42.6%	46.0%	26.1%	19.4%	30.7%	24.8%
EBITDA Margin (non-GAAP)	51.6%	56.1%	45.8%	38.1%	42.0%	34.6%

(3) 2016 Mats and Integrated Services operating income and EBITDA include \$0.3 million of charges associated with workforce reductions. 2015 Mats and Integrated Services operating income and EBITDA include \$0.7 million of charges associated with workforce reductions.

