

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): **May 22, 2013**

**NEWPARK RESOURCES, INC.**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)  
**2700 Research Forest Drive, Suite 100**  
**The Woodlands, TX**  
(Address of principal executive offices)

**1-2960**  
(Commission File Number)

**72-1123385**  
(IRS Employer  
Identification No.)

**77381**  
(Zip Code)

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

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(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))
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**Item 7.01 Regulation FD Disclosure.**

Newpark Resources, Inc. (“Newpark”) has prepared presentation materials (the “Presentation Materials”) that management intends to use from time to time after May 22, 2013 in presentations about Newpark’s operations and performance. Newpark 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 Newpark and its business.

The information contained in the Presentation Materials is summary information that should be considered in the context of Newpark’s filings with the Securities and Exchange Commission and other public announcements that Newpark 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 Newpark 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, Newpark 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 Newpark’s website, <http://www.newpark.com> for 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 Newpark 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.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Presentation Materials.

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**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.**

Dated: May 22, 2013

By: /s/ Gregg S. Piontek

Gregg S. Piontek  
Vice President and Chief Financial Officer  
(Principal Financial Officer)

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EXHIBIT INDEX

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



# **NEWPARK RESOURCES PRESENTATION**

May 2013



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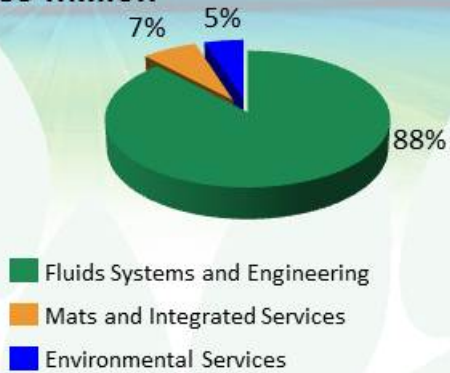
# Forward Looking Statements

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act that are based on management's current expectations, estimates and projections. All statements that address expectations or projections about the future, including Newpark's strategy for growth, product development, market position, expected expenditures and financial results are forward-looking statements. Some of the forward-looking statements may be identified by words like "expects," "anticipates," "plans," "intends," "projects," "indicates," and similar expressions. 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, 2012, as well as others, could cause results to differ materially from those stated. These risk factors include, but are not limited to, our ability to execute our business strategy and make successful business acquisitions and capital investments, our customers' activity levels in exploration and drilling, operating hazards inherent in the oil and natural gas industry, particularly offshore, our international operations, the availability of raw materials and skilled personnel, our customer concentration and cyclical nature of our industry, our market competition, the cost and continued availability of borrowed funds, legal and regulatory matters, including environmental regulations, inherent limitations in insurance coverage, potential impairments of long-lived intangible assets, technological developments in our industry, and the impact of severe weather, particularly in the U.S. Gulf Coast. Newpark's filings with the Securities and Exchange Commission can be obtained at no charge at [www.sec.gov](http://www.sec.gov), as well as as through our website.

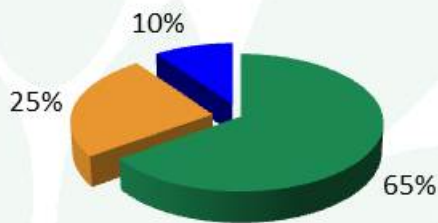


# Company Overview

## First Quarter 2013 Revenue – \$283 million



## First Quarter 2013 Segment Operating Income - \$35 million\*



\*Excludes expenses of corporate office

- **Specialized provider of:**
  - Fluids Systems and Engineering
  - Mats and Integrated Services
  - Environmental Services\*\*

- **Customers:**
  - Oil and Gas Industry

- **Key geographic markets:**
  - North America
  - EMEA
  - Latin America
  - Asia Pacific

\*\*Sale process for Environmental Services initiated in May 2013



# Strategic Drivers – Technology

- **Driving to be the recognized technology leader in each of our business units**
- **Drilling Fluids**
  - New worldwide technology center opening mid-2013
  - Evolution® (patent pending) our family of high-performance water based systems introduced in 2013
- **Mats & Integrated Services**
  - Durabase® composite mat system provides superior well-site surface and environmental protection
  - Linerless Spill Containment System (patent pending) being introduced in 2013



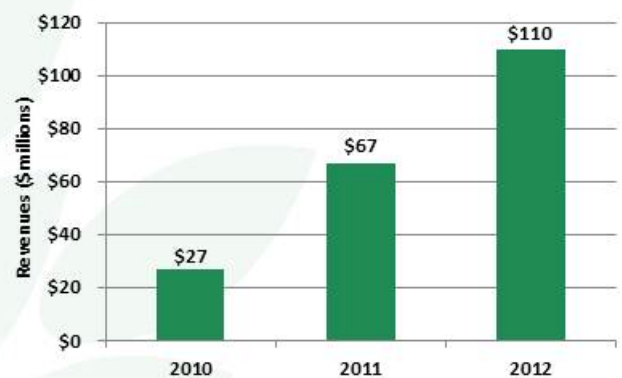


# Strategic Drivers – Technology (cont.)

- **Evolution system continues to demonstrate superior drilling performance**
  - Higher lubricity
  - Environmentally friendly
  - Reduced circulating temperatures
- **Published SPE paper co-authored with Occidental**
- **System roll-out expanding into international markets**
  - Two successful wells in EMEA region
  - Trials scheduled in Asia Pacific region in 2<sup>nd</sup> half of 2013



Evolution Revenues



# Strategic Drivers – International Expansion

## ➤ International expansion is a key element of our strategy

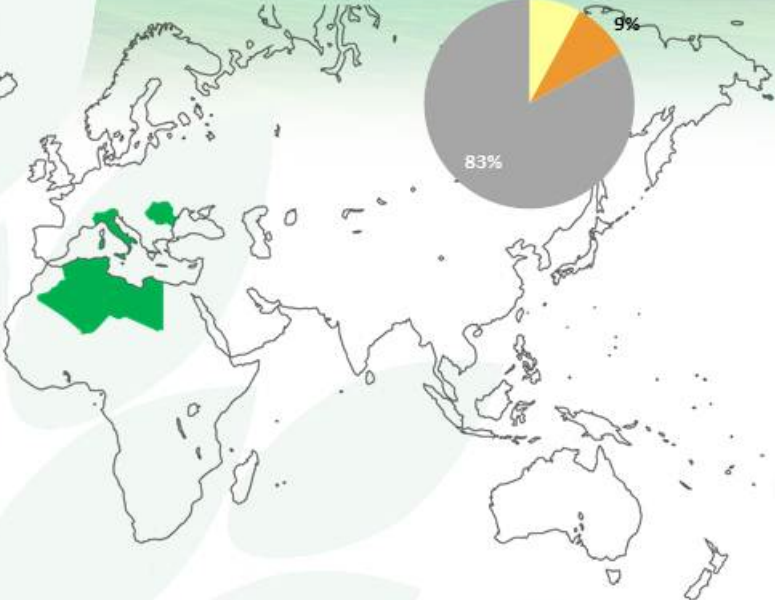
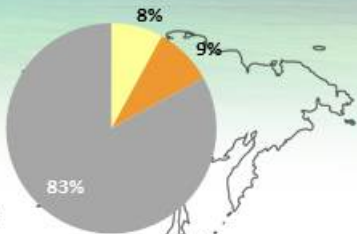
- Market diversification provides greater earnings stability to offset periodic volatility in North America drilling activity
- International operators follow longer investment horizons
- Recent contract awards in Black Sea and Kuwait



# Global Presence - 2006

2006 Consolidated Revenues  
- \$642 million

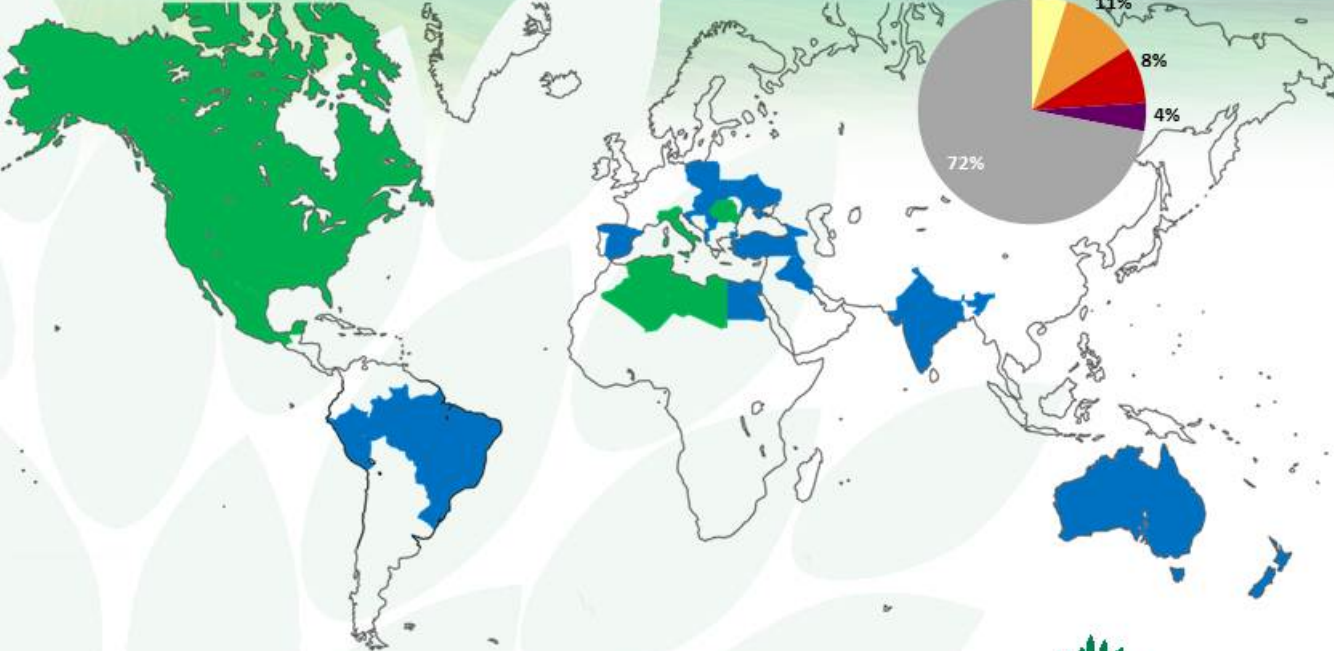
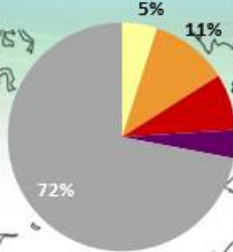
Canada EMEA U.S.



# Global Presence - Current

2012 Consolidated Revenues -  
\$1.038 billion

Canada EMEA Latin America APAC U.S.



# Strategic Drivers - Customer Support



➤ Focused on backing our leading technology with superior customer support

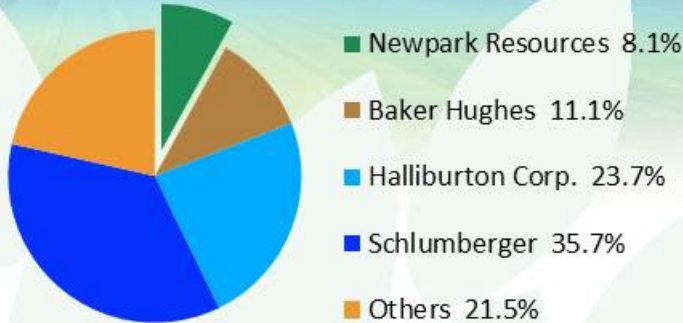
- Over 600 fluids technicians customize and deliver our technology worldwide
- Advanced training programs for fluid technicians continue to enhance product and service knowledge

➤ Newpark recognized with 15 category wins in 2012 by EnergyPoint Research, an independent customer service survey company



# Drilling Fluids Segment – Market Share

**2011 Worldwide Drilling and Completions Fluids Market**  
\$10 billion market



**Worldwide Fluids Market Share 1999 - 2011**

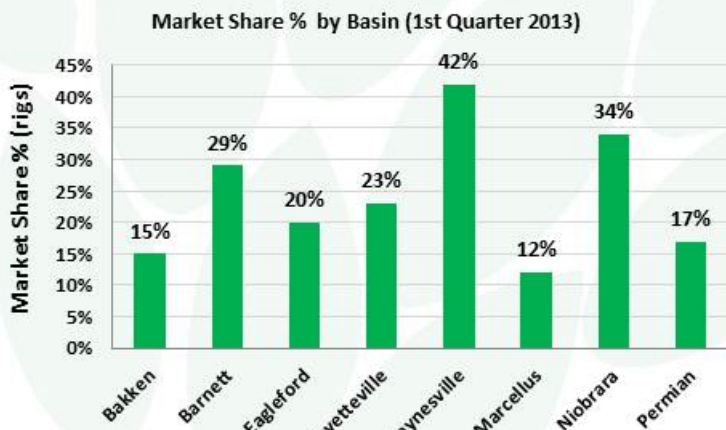


Source: Spears & Associates - Oilfield Market Report, September 2012

- Through consistent execution of strategy, achieving long-term market share growth
- 4<sup>th</sup> largest drilling fluids provider worldwide
  - 3<sup>rd</sup> largest in North America (based on company data)
- Market share gains with primarily NOC's, IOC's and large independents
- Expanding deepwater presence



# Fluid Systems & Engineering – North America



- Serves most all North American basins, with majority of revenue coming from oil or liquids-related drilling
- Approximately 14% share of total U.S. markets served in first quarter 2013, including 21% share in shale markets<sup>1</sup>
- December 2012 acquisition of Alliance Drilling Fluids expanded presence in Permian and Eagle Ford



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<sup>(1)</sup> Source: Company estimates

# Fluid Systems & Engineering – EMEA

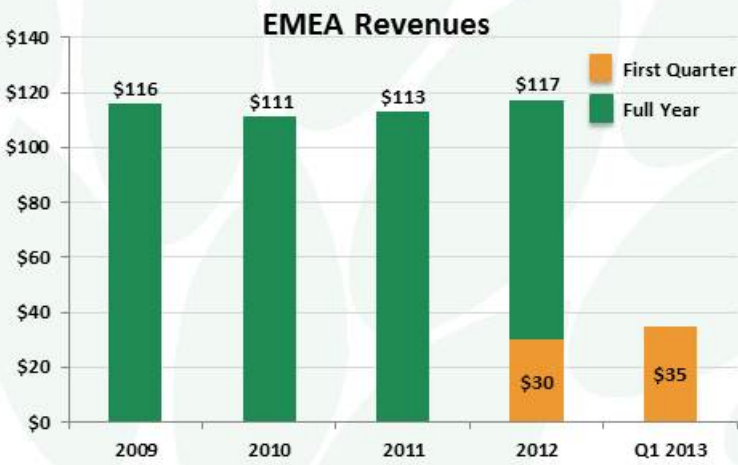
## ➤ Core Markets

- Algeria, Italy, Romania, Tunisia, Libya

## ➤ Near-Term Growth Markets

- Kuwait, Kurdistan, Georgia, Ukraine, Hungary

## ➤ Recent contract awards in Black Sea and Kuwait

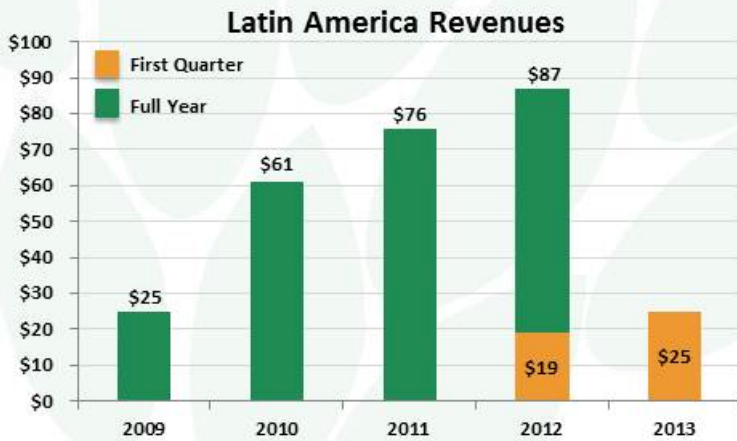


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# Fluids Systems & Engineering – Latin America

- 2007 entry in Brazil helped establish Newpark in Deepwater market
- Expanding work with Petrobras and IOC's
- Focus on proprietary products such as DeepDrill®, water-based technology
- Looking to expand beyond Brazil



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**NEWPARK**

# Fluids Systems & Engineering – Asia Pacific

- 2011 acquisition provided entry in the APAC region
  - Australia
  - New Zealand
  - India
- Two year offshore contract began in mid-2012



Asia Pacific Revenues



\*Business acquired in April 2011

# Mats & Integrated Services

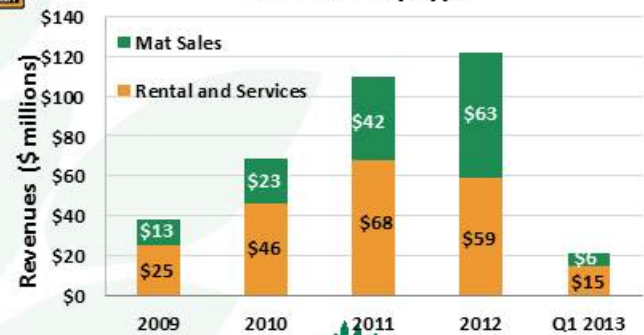
- **New environmental applications drove growth in recent years**
  - Use of composite mats to minimize adverse impacts of land drilling
- **Revenues include sale of DuraBase® composite mats and rentals**
  - Mat sales targeted to international E&P customers and domestic customers outside of the oil and gas industry
  - Rental business focused on three U.S. regions: Northeast, Gulf Coast and Rockies
- **Linerless spill containment system expected to drive near-term rental market growth**
  - 2013 mat production being predominantly dedicated to rental fleet expansion, reducing mats available to sell



Total Segment Revenues



Revenues by Type



# Environmental Services

## ➤ Processes and disposes of E&P waste

- Non-hazardous oilfield waste



## ➤ Leading market position in U.S. Gulf Coast

- Uses low pressure injection technology
- Waste disposed into unique geological structures underground



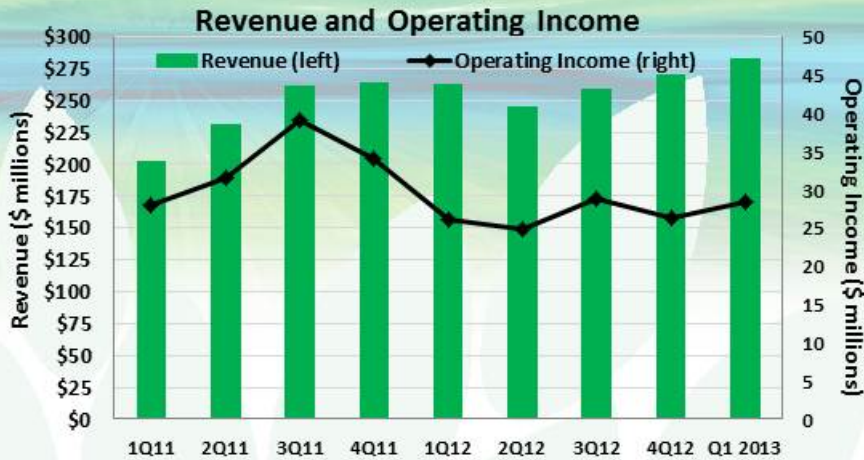
## ➤ Sale process for Environmental Services business initiated in May 2013



Environmental Services Revenues

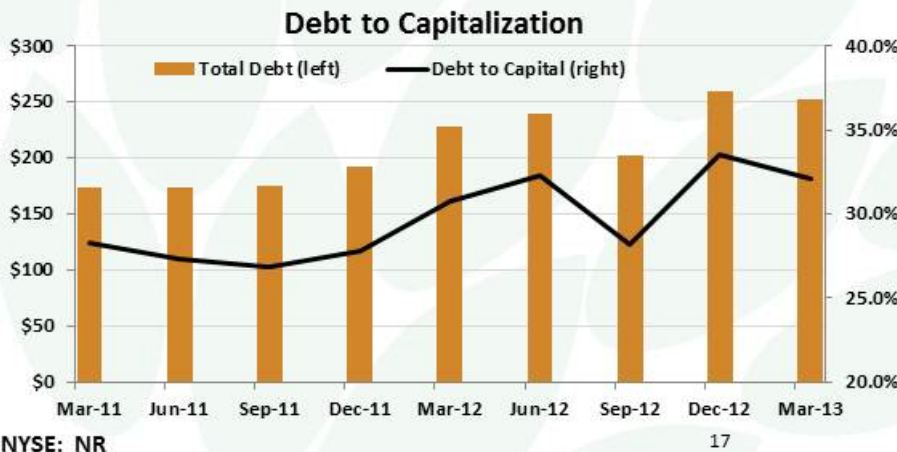


# Financial Summary – Q1 2011 to Q1 2013



➤ Maintaining revenue and operating income despite recent declines in US rig counts

➤ Actions continue to improve U.S. cost structure following 2012 transition from dry gas to liquid regions



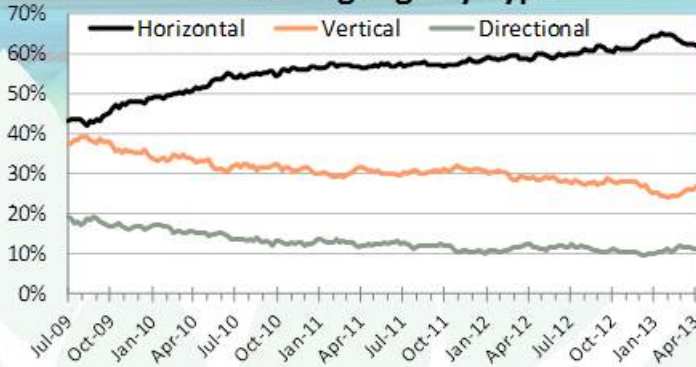
➤ Executed \$50 million share re-purchase program in 2012; Additional \$50 million program approved in 2013

➤ Debt increase in Q4 2012 largely driven by Alliance acquisition

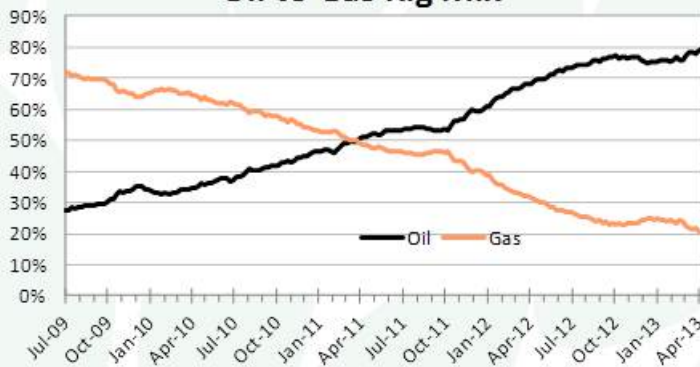


# Outlook

U.S. Drilling Rigs by Type\*



Oil vs Gas Rig Mix\*



\* Source: Baker Hughes

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- North America shift towards oil rich plays has stabilized
- Increase in unconventional drilling is a favorable trend
  - Evolution
  - Spill Containment
- Some near-term caution remains in the U.S., but international drilling outlook remains strong
- Deepwater trend improving in Gulf of Mexico





# APPENDIX

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# Consolidated Statements of Operations

(Unaudited)	Three Months Ended		
	March 31, 2013	December 31, 2012	March 31, 2012
(In thousands, except per share data)			
Revenues	\$ 282,518	\$ 270,328	\$ 262,336
Cost of revenues	230,406	219,817	214,902
Selling, general and administrative expenses	24,182	24,217	21,313
Other operating income, net	(439)	43	(14)
Operating income	28,369	26,251	26,135
Foreign currency exchange (gain) loss	(368)	333	(230)
Interest expense, net	2,520	2,403	2,368
Income from operations before income taxes	26,217	23,515	23,997
Provision for income taxes	8,842	12,322	8,363
Net income	<u>\$ 17,375</u>	<u>\$ 11,193</u>	<u>\$ 15,634</u>
Income per common share -basic:	\$ 0.21	\$ 0.13	\$ 0.17
Income per common share -diluted:	\$ 0.18	\$ 0.12	\$ 0.16





# Operating Segment Results

(Unaudited)	Three Months Ended		
(In thousands)	March 31, 2013	December 31, 2012	March 31, 2012
<b>Revenues</b>			
Fluids systems and engineering	\$ 247,339	\$ 229,329	\$ 218,496
Mats and integrated services	20,584	26,612	30,533
Environmental services	14,595	14,387	13,307
Total revenues	<u>\$ 282,518</u>	<u>\$ 270,328</u>	<u>\$ 262,336</u>
<b>Operating income (loss)</b>			
Fluids systems and engineering	\$ 22,622	\$ 17,714	\$ 13,995
Mats and integrated services	8,480	10,845	14,339
Environmental services	3,508	3,444	3,575
Corporate office	(6,241)	(5,752)	(5,774)
Total operating income	<u>\$ 28,369</u>	<u>\$ 26,251</u>	<u>\$ 26,135</u>
<b>Segment operating margin</b>			
Fluids systems and engineering	9.1%	7.7%	6.4%
Mats and integrated services	41.2%	40.8%	47.0%
Environmental services	24.0%	23.9%	26.9%



# Consolidated Balance Sheets

(Unaudited)

(in thousands, except share data)	March 31, 2013	December 31, 2012
<b>ASSETS</b>		
Cash and cash equivalents	\$ 41,710	\$ 46,846
Receivables, net	343,850	323,439
Inventories	210,264	209,734
Deferred tax asset	11,440	11,596
Prepaid expenses and other current assets	14,491	12,441
Total current assets	<u>621,755</u>	<u>604,056</u>
Property, plant and equipment, net	264,399	253,990
Goodwill	88,666	87,388
Other intangible assets, net	36,310	41,018
Other assets	8,062	8,089
Total assets	<u>\$ 1,019,192</u>	<u>\$ 994,541</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Short-term debt	\$ 8,990	\$ 2,599
Accounts payable	121,356	114,377
Accrued liabilities	45,136	42,620
Total current liabilities	<u>175,482</u>	<u>159,596</u>
Long-term debt, less current portion	242,807	256,832
Deferred tax liability	46,523	46,348
Other noncurrent liabilities	20,573	18,187
Total liabilities	<u>485,385</u>	<u>480,963</u>
Commitments and contingencies		
Common stock, \$0.01 par value, 200,000,000 shares authorized and 96,224,385 and 93,733,677 shares issued, respectively	962	957
Paid-in capital	490,297	484,962
Accumulated other comprehensive loss	(3,498)	(734)
Retained earnings	112,390	95,015
Treasury stock, at cost; 10,073,767 and 10,115,951 shares, respectively	<u>(66,344)</u>	<u>(66,622)</u>
Total stockholders' equity	<u>533,807</u>	<u>513,578</u>
Total liabilities and stockholders' equity	<u>\$ 1,019,192</u>	<u>\$ 994,541</u>



**NEWPARK**

# Consolidated Statements of Cash Flow

(Unaudited) (In thousands)	Three Months Ended March 31,	
	2013	2012
<b>Cash flows from operating activities:</b>		
Net income	\$ 17,375	\$ 15,634
Adjustments to reconcile net income to net cash provided by operations:		
Depreciation and amortization	10,954	8,018
Stock-based compensation expense	1,973	1,383
Provision for deferred income taxes	534	81
Net provision for doubtful accounts	208	414
(Gain) loss on sale of assets	(99)	244
Change in assets and liabilities:		
Increase in receivables	(20,969)	(24,439)
Increase in inventories	(1,280)	(12,144)
Increase in other assets	(2,382)	(1,755)
Increase in accounts payable	4,179	9,008
Increase (decrease) in accrued liabilities and other	4,747	(2,852)
<b>Net cash provided by (used in) operating activities</b>	<b>15,240</b>	<b>(6,408)</b>
<b>Cash flows from investing activities:</b>		
Capital expenditures	(16,127)	(17,302)
Proceeds from sale of property, plant and equipment	213	8
<b>Net cash used in investing activities</b>	<b>(15,914)</b>	<b>(17,294)</b>
<b>Cash flows from financing activities:</b>		
Borrowings on lines of credit	71,102	85,951
Payments on lines of credit	(78,748)	(50,632)
Proceeds from employee stock plans	3,808	234
Purchase of treasury stock	-	(7,598)
Other financing activities	(38)	10
<b>Net cash (used in) provided by financing activities</b>	<b>(3,876)</b>	<b>27,965</b>
Effect of exchange rate changes on cash	(586)	859
Net (decrease) increase in cash and cash equivalents	(5,136)	5,122
Cash and cash equivalents at beginning of year	46,846	25,247
<b>Cash and cash equivalents at end of period</b>	<b>\$ 41,710</b>	<b>\$ 30,369</b>



# Experienced Leadership

- **Paul Howes** President & CEO
- **Gregg Piontek** VP & CFO
- **Mark Airola** SVP, GC & Admin Officer
- **Lee Ann Kendrick** VP, Human Resources
- **Bruce Smith** President  
*Fluids Systems and Engineering*
- **Jeff Juergens** President  
*Mats & Integrated Services & Environmental Services*

# Management Biographies

**Paul L. Howes, President & CEO:** Paul joined Newpark's Board of Directors and was appointed its Chief Executive Officer in March 2006. In June 2006, Mr. Howes also was appointed as Newpark's President. Mr. Howes' career has included experience in the defense industry, chemicals and plastics manufacturing, and the packaging industry. From 2002 until October 2005, he served as President and Chief Executive Officer of Astaris LLC, a primary chemicals company headquartered in St. Louis, Missouri, with operations in North America, Europe and South America. Prior to this, from 1997 until 2002, he served as Vice President and General Manager, Packaging Division, for Flint Ink Corporation, a global ink company headquartered in Ann Arbor, Michigan with operations in North America, Europe, Asia Pacific and Latin America.

**Gregg S. Piontek, VP & CFO:** Joined Newpark in April 2007 and served as Vice President, Controller and Chief Accounting Officer from April 2007 to October 2011. Prior to joining Newpark, Mr. Piontek was Vice President and Chief Accounting Officer of Stewart & Stevenson LLC from 2006 to 2007, where he served as the lead executive financial officer for the asset acquisition from Stewart & Stevenson Services, Inc. and \$150 million public debt offering. From 2001 to 2006, Mr. Piontek held the positions of Assistant Corporate Controller and Division Controller for Stewart & Stevenson Services, Inc. Prior to that, Mr. Piontek served in various financials roles at General Electric and CNH Global N.V., after beginning his career as an auditor for Deloitte & Touche LLP. Mr. Piontek is a Certified Public Accountant and holds a bachelor degree in Accountancy from Arizona State University and a Master of Business Administration degree from Marquette University.

**Mark J. Airola, Sr. VP, GC & Admin Officer:** Mark joined Newpark in October 2006 as its Vice President, General Counsel and Chief Administrative Officer. Mr. Airola was named Senior Vice President in February of 2011. Mr. Airola has practiced law for 22 years, primarily with large, publicly traded companies. Most recently, Mr. Airola was Assistant General Counsel and Chief Compliance Officer for BJ Services Company, a leading provider of pressure pumping and other oilfield services to the petroleum industry, serving as an executive officer since 2003. From 1988 to 1995, he held the position of Senior Litigation Counsel at Cooper Industries, Inc., a global manufacturer of electrical products and tools, with initial responsibility for managing environmental regulatory matters and litigation and subsequently managing the company's commercial litigation.



# Management Biographies

**Lee Ann Kendrick, Vice President, Human Resources:** Lee Ann joined Newpark in January 2012 as Vice President of Human Resources. Prior to joining Newpark, Ms. Kendrick was responsible for human resources for The Americas with Lloyd's Register, a risk management and safety assurance organization in energy, utilities, general engineering and manufacturing industries. Prior to that, Ms. Kendrick spent seven years at CGGVeritas, a leading oil and gas services company that provides seismic solutions to exploration and production companies. At CGGVeritas, Ms. Kendrick held numerous roles including Director of HR Services, Latin America HR Manager and Corporate Benefits Manager. From 1992 to 2001, Ms. Kendrick worked in the financial services industry where she started her career with MetLife Financial Services, a leading provider of financial services and insurance to individual and institutional clients.

**Bruce C. Smith, Executive VP and President Fluids Systems and Engineering:** Bruce joined Newpark in April 1998 as Vice President, International. Since October 2000, he has served as President of its subsidiary Newpark Drilling Fluids, L.P. Prior to joining Newpark, Mr. Smith was the Managing Director of the U.K. operations of M-I Swaco, a competitor of Newpark Drilling Fluids, where he was responsible for two business units, including their drilling fluids unit.

**Jeffery L. Juergens, President Mats and Integrated Services & Environmental Services:** Jeff joined Newpark in October 2010 as President of Newpark Mats and Integrated Services and Newpark Environmental Services. Prior to joining Newpark, Mr. Juergens was the Chief Executive Officer of B&B Oilfield Services, an oilfield equipment manufacturing company which was acquired by Halliburton. Mr. Juergens has also held the position of Vice President, International Operations/Regional Manager with SPS International, a global company specializing in wellbore cleanup equipment and services, subsequently acquired by M-I Swaco.

