

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 12, 2013**

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

Delaware
(State or other jurisdiction of incorporation)

1-2960
(Commission File Number)

72-1123385
(IRS Employer Identification No.)

2700 Research Forest Drive, Suite 100
The Woodlands, TX
(Address of principal executive offices)

77381
(Zip Code)

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

(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 November 11, 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.

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: November 12, 2013

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

EXHIBIT INDEX

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



Newpark Resources Presentation

November 2013



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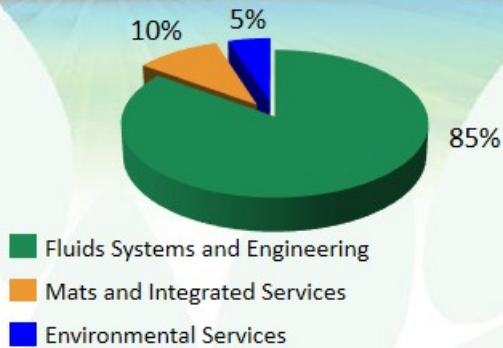
Forward Looking Statements

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, as well as as through our website.

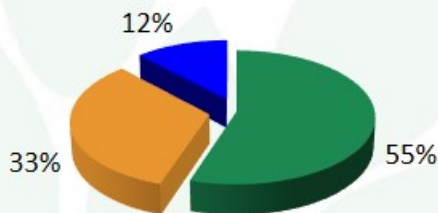


Company Overview

First Nine Months 2013 Revenue - \$845 million



First Nine Months 2013 Segment Operating Income - \$105 million*



*Excludes corporate overhead

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

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

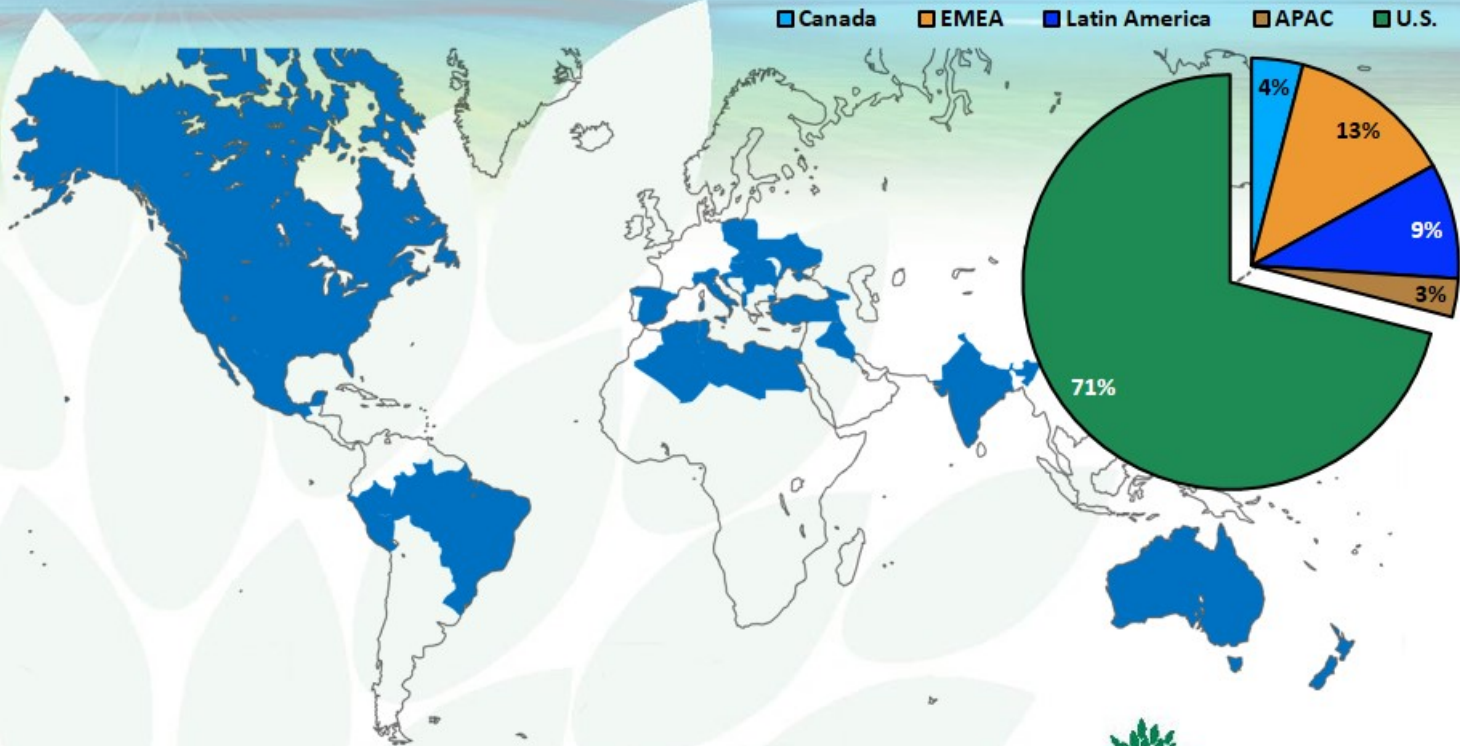
- **Key geographic markets:**
 - North America
 - EMEA
 - Latin America
 - Asia Pacific

**Sale process for Environmental Services initiated in May 2013



Global Presence - Current

First Nine Months 2013 Revenues - \$845 million



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Strategic Drivers – Technology

- **Driving to be the recognized technology leader in each of our business units**
- **Drilling Fluids**
 - New worldwide technology center opened in June 2013
 - Evolution[®] (patent pending) our family of high-performance water-based systems introduced in 2010
- **Mats & Integrated Services**
 - Durabase[®] composite mat system provides superior well-site surface and environmental protection
 - Field testing continues of Linerless Spill Containment System (patent pending)



Strategic Drivers – International Expansion

➤ International expansion is a key element of our strategy

- Stability of revenue
- Longer term contracts
- Mostly IOC's and NOC's
 - Fewer Competitors
- Recent Contract Awards
 - Total, multi-year deepwater Brazil contract
 - Kuwait National Oil Company, multi-year contract
 - Black Sea deepwater contract with a Super Major



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

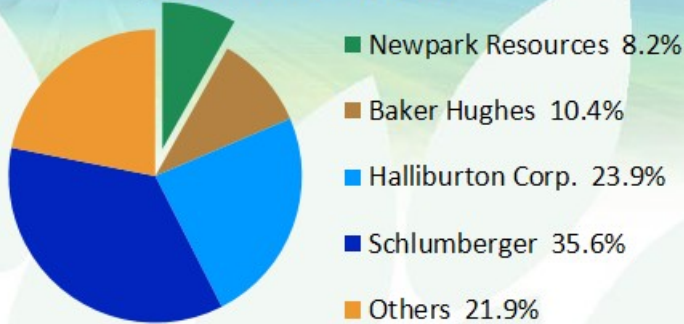
➤ Newpark recognized with 15 category wins in 2012 by EnergyPoint Research, an independent customer service survey company



Drilling Fluids Segment – Market Share

2012 Worldwide Drilling and Completions Fluids Market

\$11 billion market size



➤ 8% share of combined drilling and completion fluids market; significantly higher share in drilling fluids market

➤ 4th largest drilling fluids provider worldwide

➤ 3rd largest in North America (based on company data)

Worldwide Fluids Market Share 2003 - 2012



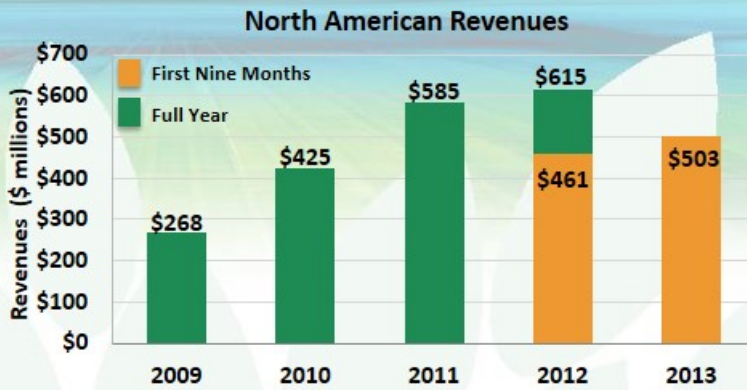
➤ Market share gains primarily with NOC's, IOC's and large independents

➤ Expanding deepwater presence

Source: Spears & Associates - Oilfield Market Report, September 2013



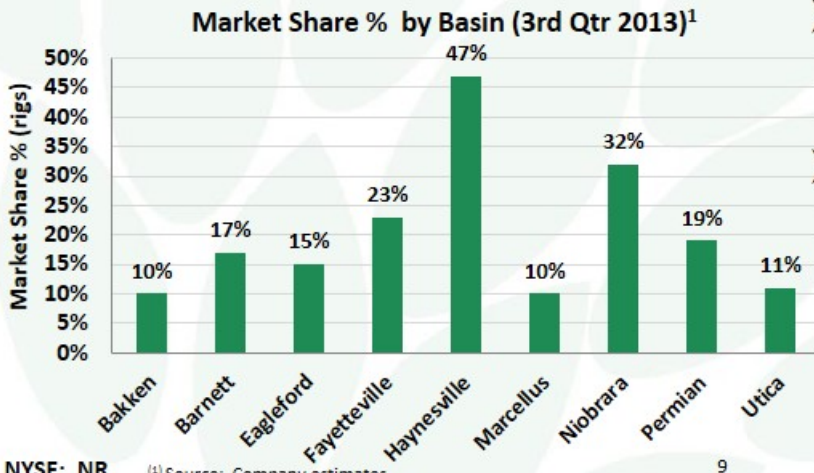
Fluid Systems & Engineering – North America



➤ Serves most North American basins, with majority of revenue coming from oil or liquids-related drilling

➤ Approximately 13% share of total U.S. market in the third quarter 2013

➤ December 2012 acquisition of Alliance Drilling Fluids expanded presence in Permian and Eagle Ford



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⁽¹⁾ Source: Company estimates

Fluid Systems & Engineering – EMEA

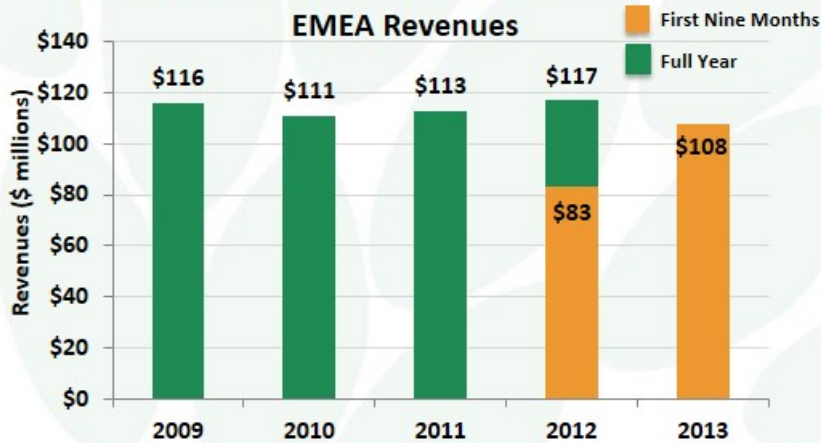
➤ Core Markets

- Algeria, Italy, Romania, Tunisia, Libya

➤ Near-Term Growth Markets

- Kuwait, Kurdistan, Georgia, Ukraine, Hungary

➤ Recent contract awards in Black Sea and Kuwait to start in 2014



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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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



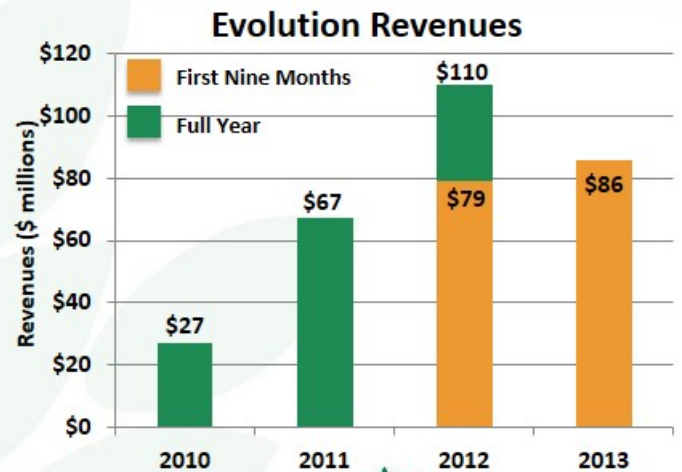
Asia Pacific Revenues



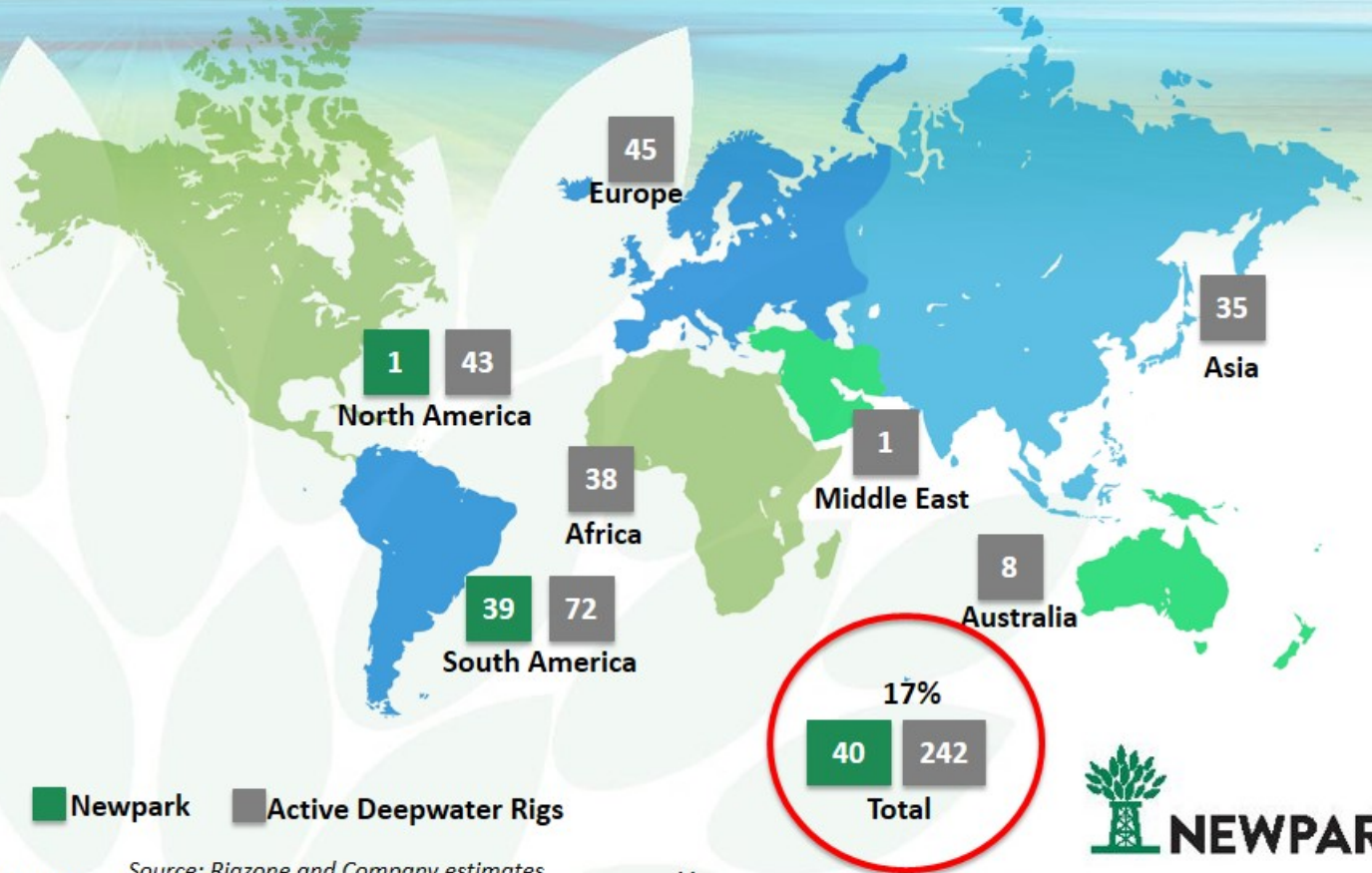
*Business acquired in April 2011

Evolution Technology

- **Evolution system continues to demonstrate superior drilling performance**
 - Higher lubricity
 - Environmentally friendly
 - Reduced circulating temperatures
 - Increased ROP
- **Published SPE paper co-authored with Occidental**
- **System roll-out expanding into international markets**



Deepwater Market Opportunity – Building on Brazil Success



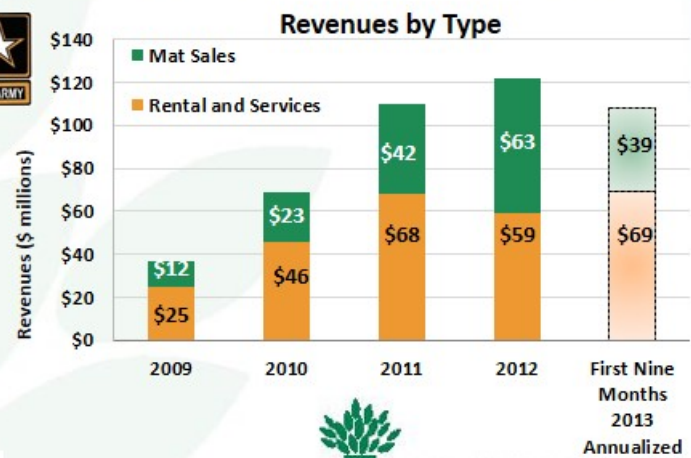
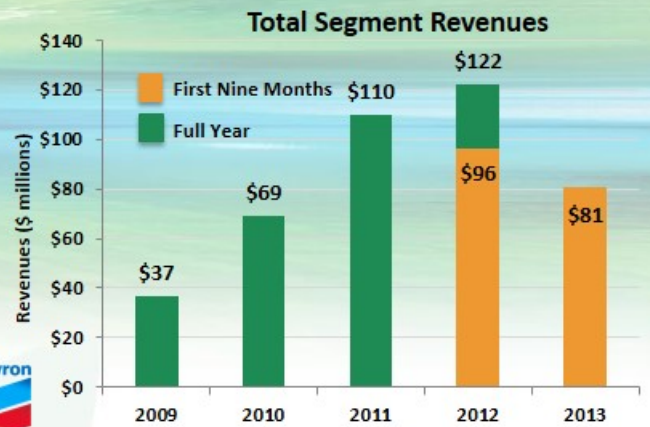
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Source: Rigzone and Company estimates

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Mats & Integrated Services

- **New environmental applications drove growth in recent years**
 - Use of Durabase® 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
- **\$40M Manufacturing expansion project underway**
 - Capacity expansion to open up new market opportunities



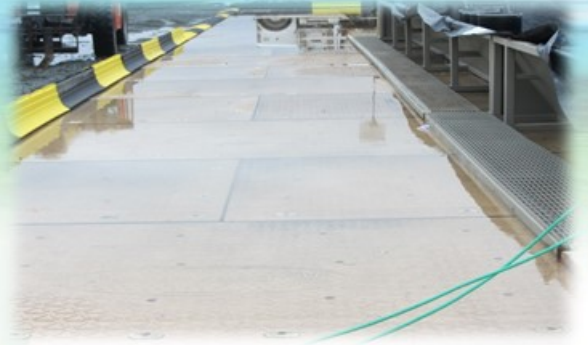
Building upon the Dura-Base[®] Technology Driver

- One of the most durable large scale composite mats in the world
 - Size: 8 ft X 14 ft, Weighs: approximately 1,000 lbs
- Multiple patents issued and pending
- **FOUNDATION** from which we are launching new products
 - Spill Containment and others
- Capable of being deployed in various market segments
- Improves Operational Efficiency
- Established Brand Recognition
- Proven Track Record of Performance



Durabase Spill Containment System

- Enhancement of the Durabase[®] technology introduces sealing technology to contain spills on the mat surface
- Applications include drilling and completions phase
- Field Testing on-going with formal launch expected in 2014



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

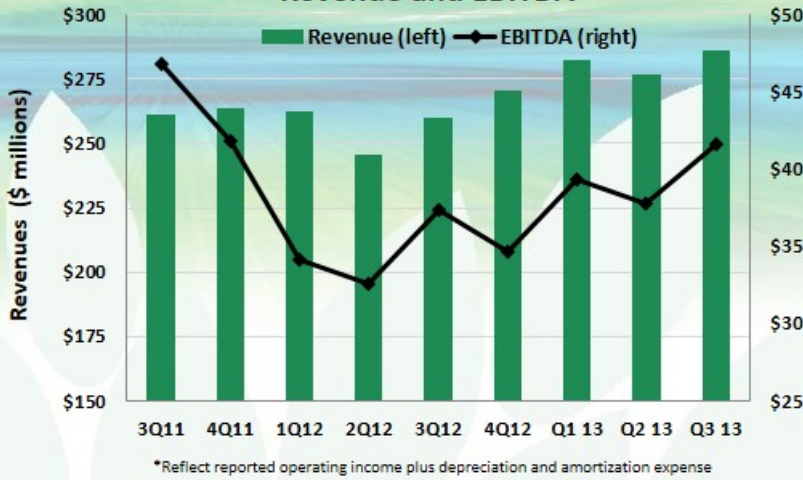


Environmental Services Revenues



Financial Summary – Q3 2011 to Q3 2013

Revenue and EBITDA*



➤ Driving revenue and EBITDA growth despite lower US rig counts

➤ Actions continue to drive operational efficiency and improve cost structure

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

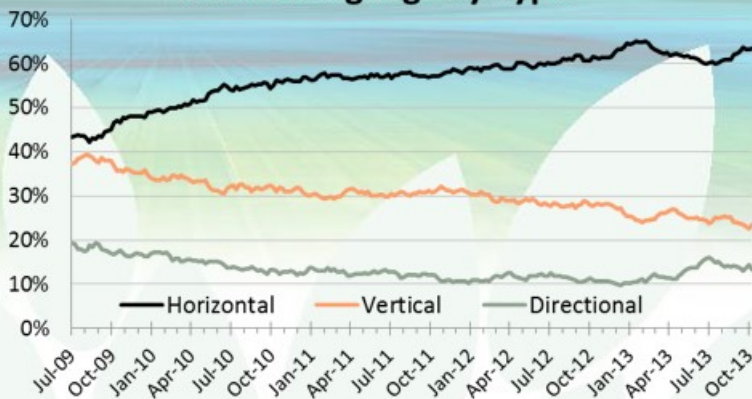
➤ Debt increase in Q4 2012 largely driven by Alliance acquisition



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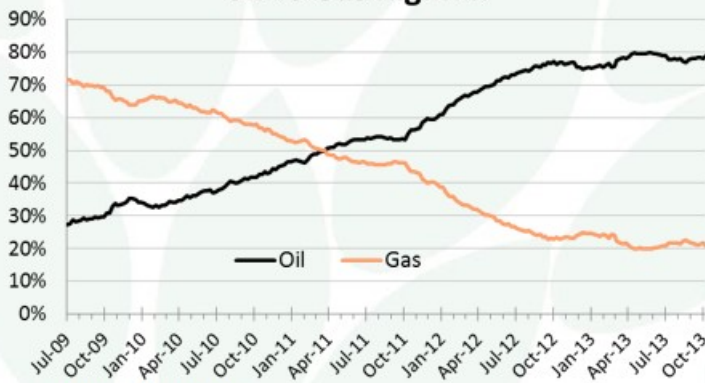
Outlook

U.S. Drilling Rigs by Type*



- North America shift towards oil rich plays has stabilized
- Increase in unconventional drilling is a favorable trend
 - Evolution
 - Spill Containment

Oil vs Gas Rig Mix*



- International outlook remains strong despite continued uncertainty in North Africa
- Deepwater trend improving in Gulf of Mexico

* Source: Baker Hughes



APPENDIX

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Consolidated Statements of Operations

(Unaudited)

| (In thousands, except per share data) | Three Months Ended | | | Nine Months Ended | |
|--|-----------------------|------------------|-----------------------|-----------------------|-----------------------|
| | September 30, 2013 | June 30, 2013 | September 30, 2012 | September 30, 2013 | September 30, 2012 |
| Revenues | \$ 285,708 | \$ 276,622 | \$ 259,599 | \$ 844,848 | \$ 767,691 |
| Cost of revenues | 230,206 | 225,244 | 210,276 | 685,856 | 626,712 |
| Selling, general and administrative expenses | 25,433 | 24,662 | 20,878 | 74,277 | 62,135 |
| Other operating income, net | (232) | (201) | (311) | (872) | (802) |
| Operating income | 30,301 | 26,917 | 28,756 | 85,587 | 79,646 |
| Foreign currency exchange loss | 975 | 475 | 185 | 1,082 | 416 |
| Interest expense, net | 2,728 | 2,802 | 2,416 | 8,050 | 7,337 |
| Income from operations before income taxes | 26,598 | 23,640 | 26,155 | 76,455 | 71,893 |
| Provision for income taxes | 7,838 | 7,976 | 7,413 | 24,656 | 23,054 |
| Net income | <u>\$ 18,760</u> | <u>\$ 15,664</u> | <u>\$ 18,742</u> | <u>\$ 51,799</u> | <u>\$ 48,839</u> |
| Income per common share -basic: | \$ 0.22 | \$ 0.19 | \$ 0.22 | \$ 0.61 | \$ 0.55 |
| Income per common share -diluted: | \$ 0.20 | \$ 0.17 | \$ 0.20 | \$ 0.54 | \$ 0.50 |



Operating Segment Results

(Unaudited)

Three Months Ended

(In thousands)

| | September 30, 2013 | June 30, 2013 | September 30, 2012 |
|--|-----------------------|------------------|-----------------------|
|--|-----------------------|------------------|-----------------------|

Revenues

| | | | |
|--------------------------------|-------------------|-------------------|-------------------|
| Fluids systems and engineering | \$ 233,020 | \$ 233,964 | \$ 211,457 |
| Mats and integrated services | 35,112 | 25,412 | 35,067 |
| Environmental services | 17,576 | 17,246 | 13,075 |
| Total revenues | \$ 285,708 | \$ 276,622 | \$ 259,599 |

Operating income (loss)

| | | | |
|--------------------------------|------------------|------------------|------------------|
| Fluids systems and engineering | \$ 17,140 | \$ 17,684 | \$ 14,798 |
| Mats and integrated services | 15,345 | 10,341 | 15,992 |
| Environmental services | 4,656 | 5,321 | 3,089 |
| Corporate office | (6,840) | (6,429) | (5,123) |
| Total operating income | \$ 30,301 | \$ 26,917 | \$ 28,756 |

Segment operating margin

| | | | |
|--------------------------------|-------|-------|-------|
| Fluids systems and engineering | 7.4% | 7.6% | 7.0% |
| Mats and integrated services | 43.7% | 40.7% | 45.6% |
| Environmental services | 26.5% | 30.9% | 23.6% |



NEWPARK

Consolidated Balance Sheets

(Unaudited)

| (In thousands, except share data) | September 30, 2013 | December 31, 2012 |
|--|-----------------------|----------------------|
| ASSETS | | |
| Cash and cash equivalents | \$ 69,409 | \$ 46,846 |
| Receivables, net | 316,276 | 323,439 |
| Inventories | 203,926 | 209,734 |
| Deferred tax asset | 9,972 | 11,596 |
| Prepaid expenses and other current assets | 11,889 | 12,441 |
| Total current assets | <u>611,472</u> | <u>604,056</u> |
| Property, plant and equipment, net | 279,298 | 253,990 |
| Goodwill | 89,360 | 87,388 |
| Other intangible assets, net | 30,771 | 41,018 |
| Other assets | 6,985 | 8,089 |
| Total assets | <u>\$ 1,017,886</u> | <u>\$ 994,541</u> |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| Short-term debt | \$ 12,242 | \$ 2,599 |
| Accounts payable | 99,863 | 114,377 |
| Accrued liabilities | 50,603 | 42,620 |
| Total current liabilities | <u>162,708</u> | <u>159,596</u> |
| Long-term debt, less current portion | 219,795 | 256,832 |
| Deferred tax liability | 44,115 | 46,348 |
| Other noncurrent liabilities | 20,805 | 18,187 |
| Total liabilities | <u>447,423</u> | <u>480,963</u> |
| Common stock, \$0.01 par value, 200,000,000 shares authorized and 97,777,995 and 95,733,677 shares issued, respectively | 978 | 957 |
| Paid-in capital | 501,319 | 484,962 |
| Accumulated other comprehensive loss | (8,247) | (734) |
| Retained earnings | 146,814 | 95,015 |
| Treasury stock, at cost, 10,413,402 and 10,115,951 shares, respectively | <u>(70,401)</u> | <u>(66,622)</u> |
| Total stockholders' equity | <u>570,463</u> | <u>513,578</u> |
| Total liabilities and stockholders' equity | <u>\$ 1,017,886</u> | <u>\$ 994,541</u> |



NEWPARK

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Consolidated Statements of Cash Flow

| (Unaudited) (In thousands) | Nine Months Ended September 30, | |
|---|---------------------------------|-----------------|
| | 2013 | 2012 |
| Cash flows from operating activities: | | |
| Net income | \$ 51,799 | \$ 48,839 |
| Adjustments to reconcile net income to net cash provided by operations: | | |
| Depreciation and amortization | 33,138 | 24,406 |
| Stock-based compensation expense | 6,954 | 5,027 |
| Provision for deferred income taxes | (311) | (4,654) |
| Net provision for doubtful accounts | 221 | 1,282 |
| (Gain) loss on sale of assets | (437) | 512 |
| Excess tax benefit from stock-based compensation | (2,020) | - |
| Change in assets and liabilities: | | |
| Decrease in receivables | 1,210 | 11,964 |
| Decrease (increase) in inventories | 2,964 | (6,446) |
| Decrease (increase) in other assets | 828 | (98) |
| (Decrease) increase in accounts payable | (11,832) | 2,905 |
| Increase (decrease) in accrued liabilities and other | 13,175 | (3,085) |
| Net cash provided by operating activities | 95,689 | 80,652 |
| Cash flows from investing activities: | | |
| Capital expenditures | (52,550) | (34,858) |
| Proceeds from sale of property, plant and equipment | 1,248 | 823 |
| Net cash used in investing activities | (51,302) | (34,035) |
| Cash flows from financing activities: | | |
| Borrowings on lines of credit | 215,994 | 222,868 |
| Payments on lines of credit | (243,141) | (213,221) |
| Proceeds from employee stock plans | 8,102 | 1,007 |
| Post-closing payment for business acquisition | - | (11,892) |
| Purchase of treasury stock | (4,227) | (35,698) |
| Excess tax benefit from stock-based compensation | 2,020 | - |
| Other financing activities | (25) | (48) |
| Net cash used in financing activities | (21,277) | (36,984) |
| Effect of exchange rate changes on cash | (547) | 577 |
| Net increase in cash and cash equivalents | 22,563 | 10,210 |
| Cash and cash equivalents at beginning of year | 46,846 | 25,247 |
| Cash and cash equivalents at end of period | \$ 69,409 | \$ 35,457 |



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 financial 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. Prior to joining Newpark, 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.

