

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 20, 2014**

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 240.13e-4(c))
-

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 19, 2014 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: May 20, 2014

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

May 2014

NYSE: NR

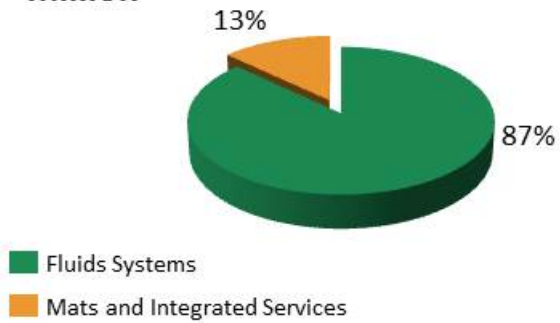


FORWARD LOOKING STATEMENTS

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, 2013, 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, operating hazards inherent in the oil and natural gas industry, our international operations, the availability of raw materials and skilled personnel, the impact of restrictions on offshore drilling activity, 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 of 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 through our website.

COMPANY OVERVIEW

First Quarter 2014 Revenue - \$243 million



First Quarter 2014 Segment Operating Income - \$29 million

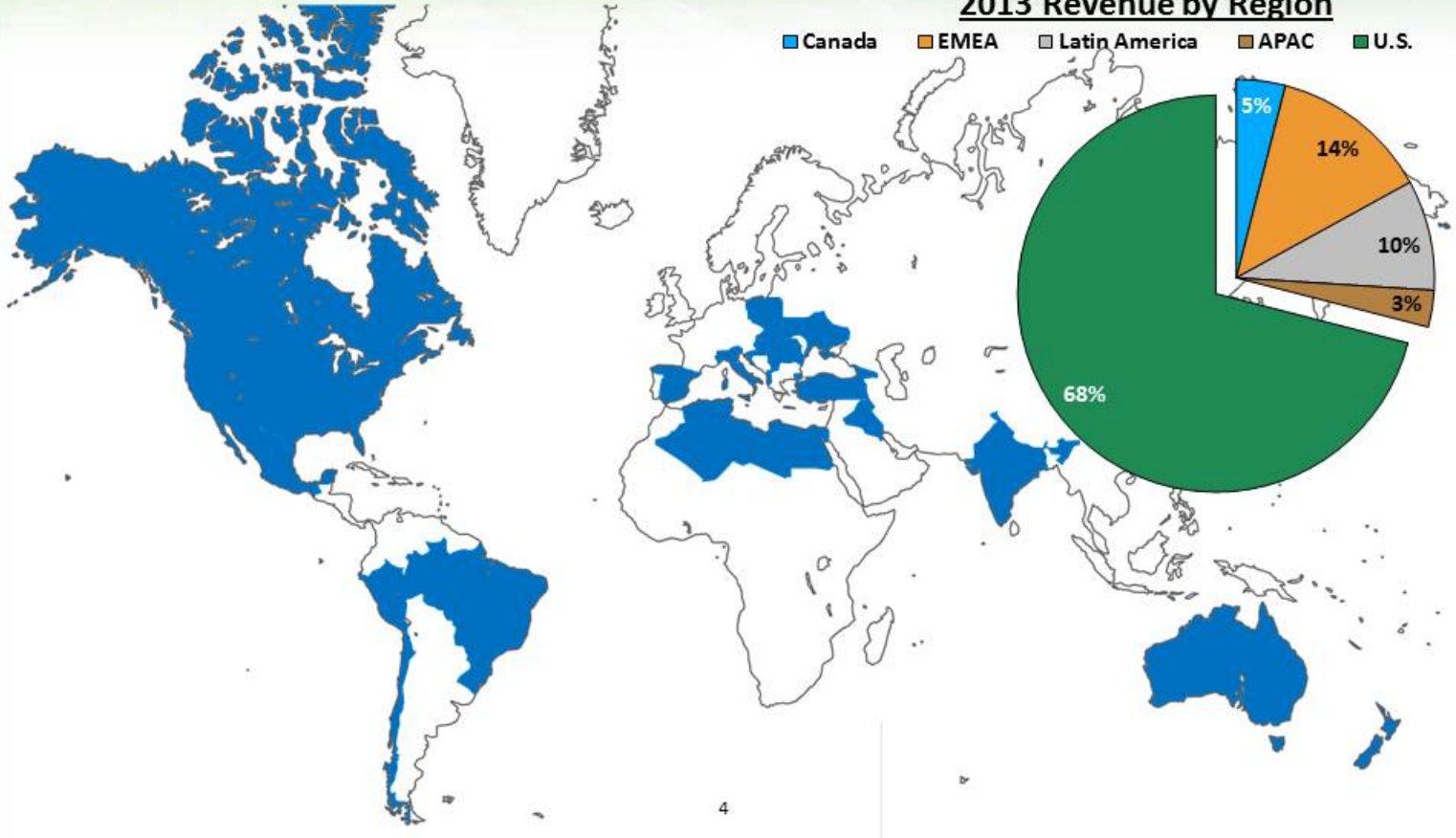


- **Operating Segments:**
 - Fluids Systems
 - Mats and Integrated Services

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

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

GLOBAL PRESENCE



STRATEGIC DRIVERS – TECHNOLOGY

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



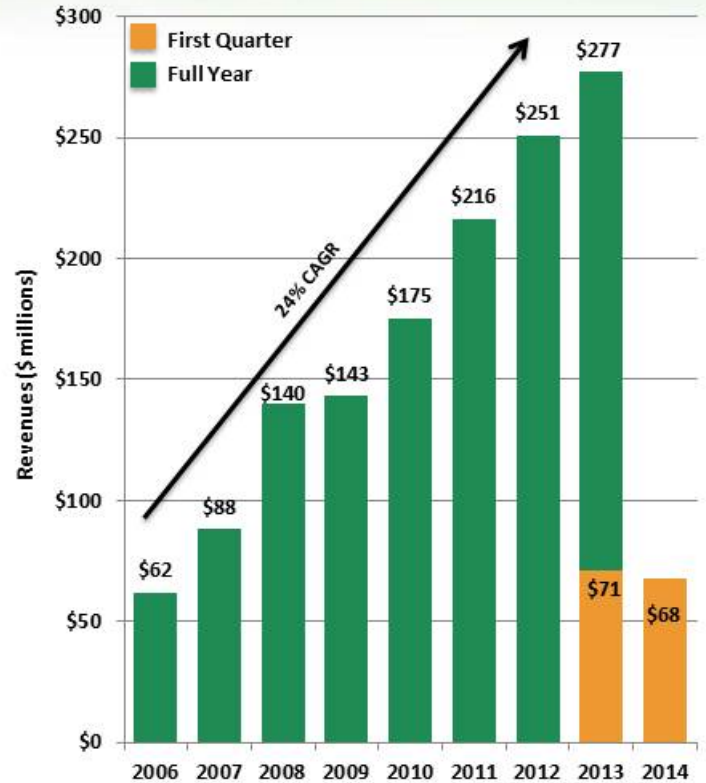


NEWPARK

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 starting in 2014:
 - Total, multi-year deepwater Brazil contract
 - Kuwait Oil Company, multi-year contract
 - Black Sea deepwater contract with a Super Major
 - Cairn, multiyear contract in India



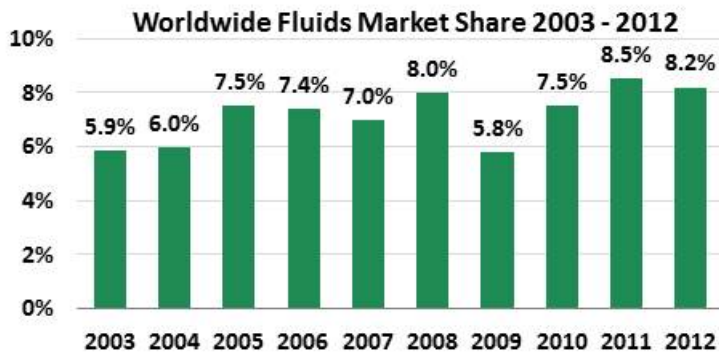
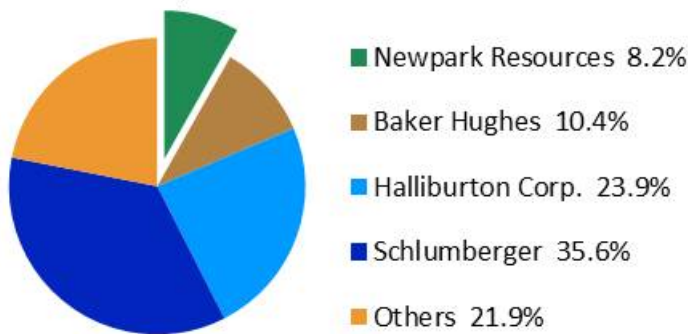
STRATEGIC DRIVERS – CUSTOMER SUPPORT



- 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 13 category wins in 2013 by EnergyPoint Research, an independent customer service survey company

FLUIDS SYSTEMS – MARKET SHARE

2012 Worldwide Drilling and Completions Fluids Market
\$11 billion market size



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

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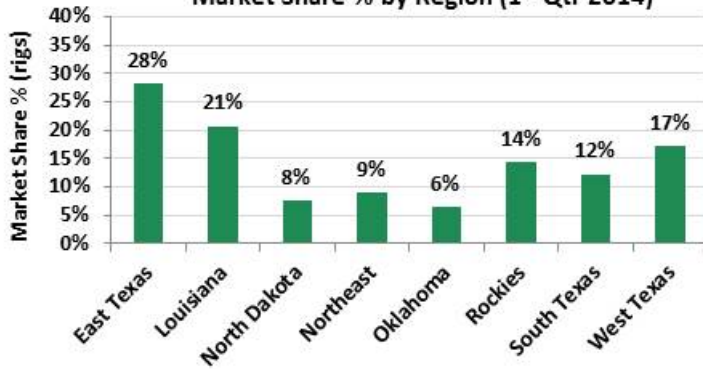
- 8% share of combined drilling and completion fluids market; significantly higher share in drilling fluids market
- 4th largest drilling fluids provider worldwide
 - 3rd largest in North America (based on company data)
- Market share gains primarily with NOC's, IOC's and large independents
- Expanding deepwater presence

FLUIDS SYSTEMS – NORTH AMERICA

North American Revenues



Market Share % by Region (1st Qtr 2014)



⁽¹⁾ Source: Company estimates



- Serves most North American basins, with majority of revenue coming from oil or liquids-related drilling
- Approximately 12% share of total U.S. market in the first quarter 2014
- Recent revenue declines driven by two key customers and exit of completion services business

FLUIDS SYSTEMS – EMEA

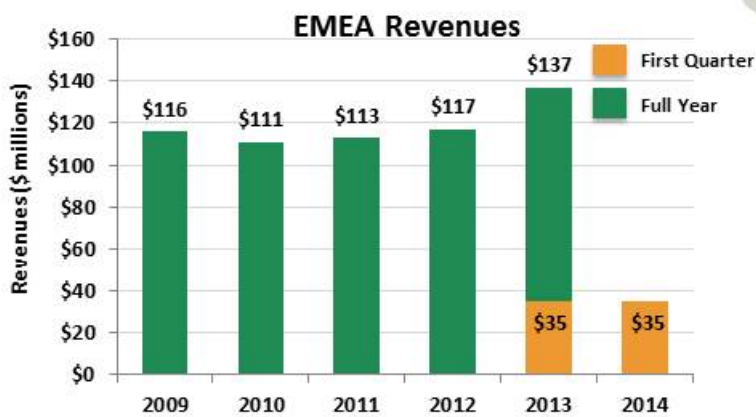
➤ Core Markets

- Algeria, Romania, Italy, Tunisia, Libya

➤ Near-Term Growth Markets

- India, Kuwait, Kurdistan, Georgia, Hungary

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

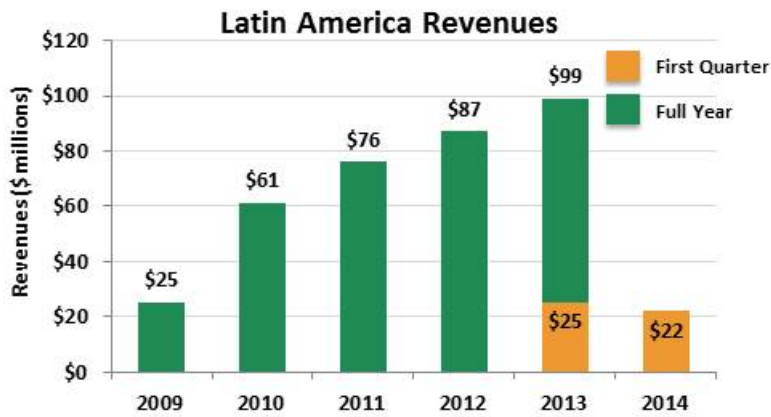




NEWPARK

FLUIDS SYSTEMS – LATIN AMERICA

- 2007 entry in Brazil helped establish Newpark in Deepwater market
- Focus on proprietary products such as DeepDrill®, water-based technology
- Pursuing growth with IOC's while selectively reducing work with Petrobras
- Expanding beyond Brazil



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FLUIDS SYSTEMS – ASIA PACIFIC

- 2011 acquisition provided entry in the APAC region
- Looking to further penetrate market with Evolution System

Asia Pacific Revenues



*Business acquired in April 2011

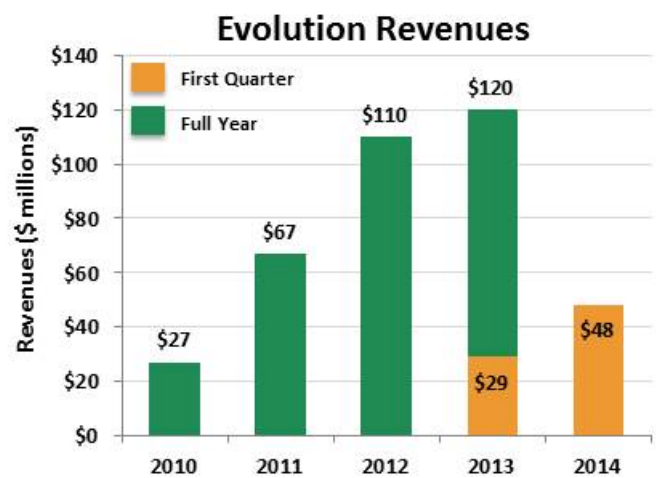


EVOLUTION TECHNOLOGY

- **Evolution system continues to demonstrate superior drilling performance**
 - Higher lubricity
 - Environmentally friendly
 - Reduced circulating temperatures
 - Increased ROP

- **Patent covering Evolution System issued in the fourth quarter 2013**

- **Market share expanding in both domestic and international markets**



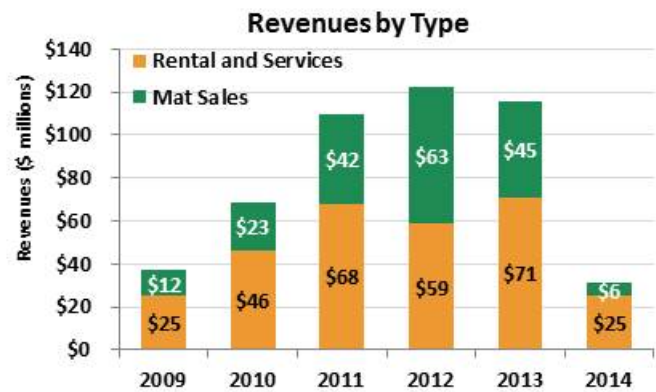
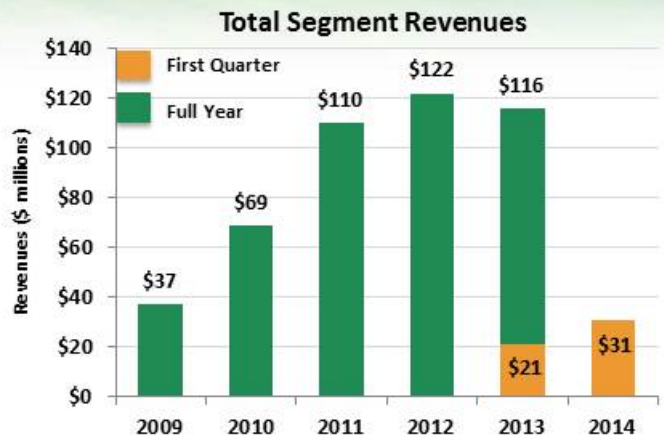
GROWING OUR DEEPWATER PRESENCE

- Foundation established in Brazil
- Investing in Gulf of Mexico infrastructure to expand presence



MATS & INTEGRATED SERVICES

- **New environmental applications drove growth in recent years**
 - Use of DURA-BASE composite mats to minimize adverse impacts of land drilling
- **Revenues include DURA-BASE rentals and sale of composite mats**
 - Rental business expanding beyond the U.S. following December 2013 acquisition in U.K.
 - Mat sales targeted to international E&P customers and domestic customers outside of the oil and gas industry
- **\$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**

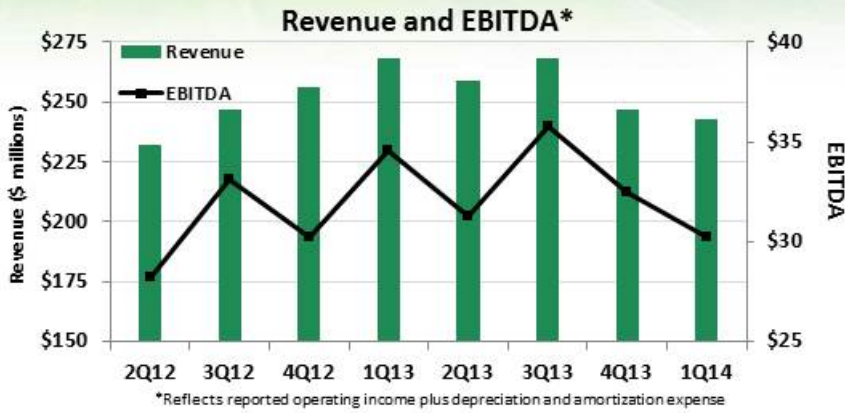


DURA-BASE SPILL CONTAINMENT SYSTEM

- **Enhancement of the DURA-BASE 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**

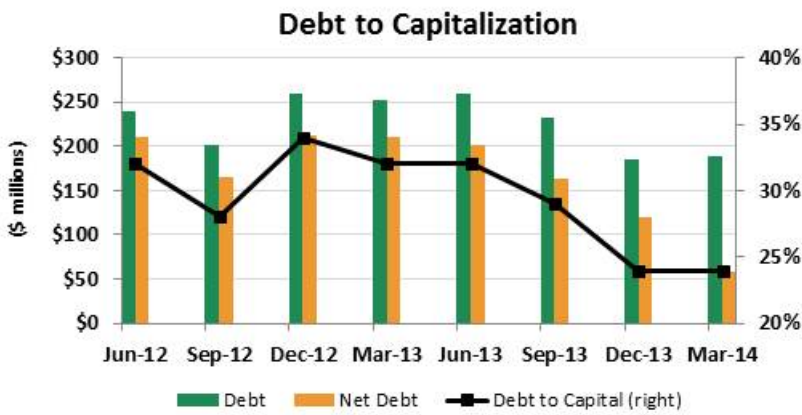


FINANCIAL SUMMARY – Q2 2012 TO Q1 2014



➤ Declines in U.S. fluids business and elevated strategic spending impacted revenues and EBITDA in recent quarters

➤ Actions continue to drive operational efficiency and improve sales and product mix



➤ Utilize share repurchase programs to help maintain capital structure

➤ Executed \$87 million of share re-purchases since 2012

SUMMARY

- **Differentiating through technology and driving operational efficiency**
 - Evolution family of high-performance water based fluid systems
 - DURA-BASE composite mat systems

- **Expanding global footprint**

- **Making investments to drive continued growth**
 - Fluids deepwater market penetration
 - Mats manufacturing expansion

- **Maintaining capital discipline**

APPENDIX



CONSOLIDATED STATEMENTS OF OPERATIONS

| (Unaudited) | Three Months Ended | | |
|---|--------------------|----------------------|-------------------|
| (In thousands, except per share data) | March 31, 2014 | December 31, 2013 | March 31, 2013 |
| Revenues | \$ 242,824 | \$ 246,925 | \$ 267,923 |
| Cost of revenues | 196,560 | 204,158 | 220,735 |
| Selling, general and administrative expenses | 25,523 | 24,112 | 22,451 |
| Other operating income, net | <u>(16)</u> | <u>(3,688)</u> | <u>(124)</u> |
| Operating income | 20,757 | 22,343 | 24,861 |
| Foreign currency exchange loss (gain) | 54 | 737 | (368) |
| Interest expense, net | <u>2,920</u> | <u>3,229</u> | <u>2,520</u> |
| Income from continuing operations before income taxes | 17,783 | 18,377 | 22,709 |
| Provision for income taxes | <u>6,041</u> | <u>7,912</u> | <u>7,842</u> |
| Income from continuing operations | 11,742 | 10,465 | 14,867 |
| Income from discontinued operations, net of tax | 1,152 | 3,059 | 2,508 |
| Gain from disposal of discontinued operations, net of tax | <u>22,117</u> | <u>-</u> | <u>-</u> |
| Net income | <u>\$ 35,011</u> | <u>\$ 13,524</u> | <u>\$ 17,375</u> |
| Income per common share -basic: | | | |
| Income from continuing operations | \$ 0.14 | \$ 0.12 | \$ 0.18 |
| Income from discontinued operations | <u>0.27</u> | <u>0.04</u> | <u>0.03</u> |
| Net income | \$ 0.41 | \$ 0.16 | \$ 0.21 |
| Income per common share -diluted: | | | |
| Income from continuing operations | \$ 0.13 | \$ 0.11 | \$ 0.16 |
| Income from discontinued operations | <u>0.23</u> | <u>0.03</u> | <u>0.02</u> |
| Net income | \$ 0.36 | \$ 0.14 | \$ 0.18 |



OPERATING SEGMENT RESULTS

| (Unaudited) | Three Months Ended | | |
|---------------------------------|--------------------|----------------------|-------------------|
| (In thousands) | March 31, 2014 | December 31, 2013 | March 31, 2013 |
| Revenues | | | |
| Fluids systems | \$ 211,400 | \$ 212,069 | \$ 247,339 |
| Mats and integrated services | 31,424 | 34,856 | 20,584 |
| Total revenues | <u>\$ 242,824</u> | <u>\$ 246,925</u> | <u>\$ 267,923</u> |
| Operating income (loss) | | | |
| Fluids systems | \$ 15,740 | \$ 15,158 | \$ 22,622 |
| Mats and integrated services | 13,373 | 15,228 | 8,480 |
| Corporate office | (8,356) | (8,043) | (6,241) |
| Total operating income | <u>\$ 20,757</u> | <u>\$ 22,343</u> | <u>\$ 24,861</u> |
| Segment operating margin | | | |
| Fluids systems | 7.4% | 7.1% | 9.1% |
| Mats and integrated services | 42.6% | 43.7% | 41.2% |



CONSOLIDATED BALANCE SHEETS

(Unaudited)

| (In thousands, except share data) | March 31, 2014 | December 31, 2013 |
|---|-------------------|----------------------|
| ASSETS | | |
| Cash and cash equivalents | \$ 130,187 | \$ 65,940 |
| Receivables, net | 276,082 | 268,529 |
| Inventories | 199,565 | 189,680 |
| Deferred tax asset | 11,750 | 11,272 |
| Prepaid expenses and other current assets | 15,034 | 11,016 |
| Assets of discontinued operations | - | 13,103 |
| Total current assets | 632,618 | 559,440 |
| Property, plant and equipment, net | 227,050 | 217,010 |
| Goodwill | 93,781 | 94,064 |
| Other intangible assets, net | 23,870 | 25,900 |
| Other assets | 9,813 | 6,086 |
| Assets of discontinued operations | - | 65,917 |
| Total assets | \$ 987,132 | \$ 968,417 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| Short-term debt | \$ 15,739 | \$ 12,867 |
| Accounts payable | 88,328 | 88,586 |
| Accrued liabilities | 65,196 | 46,341 |
| Liabilities of discontinued operations | - | 5,957 |
| Total current liabilities | 169,263 | 153,751 |
| Long-term debt, less current portion | 172,771 | 172,786 |
| Deferred tax liability | 26,235 | 27,060 |
| Other noncurrent liabilities | 11,288 | 11,026 |
| Liabilities of discontinued operations | - | 22,740 |
| Total liabilities | 379,577 | 387,363 |
| Commitments and contingencies | | |
| Common stock, \$0.01 par value, 200,000,000 shares authorized and 98,032,555 and 98,030,839 shares is issued, respectively | 980 | 980 |
| Paid-in capital | 507,820 | 504,675 |
| Accumulated other comprehensive loss | (8,279) | (9,484) |
| Retained earnings | 195,349 | 160,338 |
| Treasury stock, at cost; 11,904,275 and 10,832,845 shares, respectively | (88,315) | (75,455) |
| Total stockholders' equity | 607,555 | 581,054 |
| Total liabilities and stockholders' equity | \$ 987,132 | \$ 968,417 |

**NEWPARK**

CONSOLIDATED STATEMENTS OF CASH FLOW

| (Unaudited) (In thousands) | Three Months Ended March 31, | |
|---|------------------------------|------------------|
| | 2014 | 2013 |
| Cash flows from operating activities: | | |
| Net income | \$ 35,011 | \$ 17,375 |
| Adjustments to reconcile net income to net cash provided by operations: | | |
| Depreciation and amortization | 10,287 | 10,954 |
| Stock-based compensation expense | 2,840 | 1,973 |
| Provision for deferred income taxes | (13,108) | 534 |
| Net provision for doubtful accounts | 173 | 208 |
| Gain on sale of a business | (33,974) | - |
| Gain on sale of assets | (362) | (99) |
| Change in assets and liabilities: | | |
| Increase in receivables | (1,080) | (20,969) |
| Increase in inventories | (9,229) | (1,280) |
| Increase in other assets | (3,858) | (2,382) |
| (Decrease) increase in accounts payable | (1,248) | 4,179 |
| Increase in accrued liabilities and other | 18,142 | 4,747 |
| Net cash provided by operating activities | 3,594 | 15,240 |
| Cash flows from investing activities: | | |
| Capital expenditures | (18,509) | (16,127) |
| Proceeds from sale of property, plant and equipment | 754 | 213 |
| Proceeds from sale of a business | 89,167 | - |
| Net cash provided by (used in) investing activities | 71,412 | (15,914) |
| Cash flows from financing activities: | | |
| Borrowings on lines of credit | 47,562 | 71,102 |
| Payments on lines of credit | (45,113) | (78,748) |
| Other financing activities | (13) | (38) |
| Proceeds from employee stock plans | 34 | 3,808 |
| Purchase of treasury stock | (13,123) | - |
| Net cash used in financing activities | (10,653) | (3,876) |
| Effect of exchange rate changes on cash | (6) | (586) |
| Net increase (decrease) in cash and cash equivalents | 64,347 | (5,136) |
| Cash and cash equivalents at beginning of year | 65,840 | 46,846 |
| Cash and cash equivalents at end of period | \$ 130,187 | \$ 41,710 |



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
- **Jeff Juergens** President
Mats & Integrated 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: 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 : 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.