

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): **February 15, 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))
-

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 February 15, 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: February 15, 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

February 2013

NYSE: NR



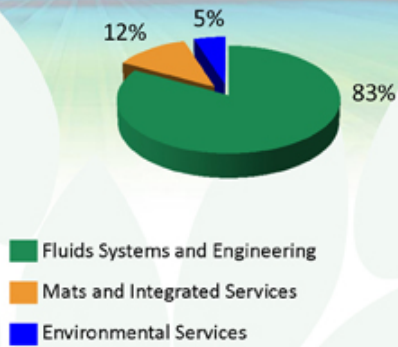
Forward Looking Statements

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, 2011, 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 successfully integrate the acquisition of Alliance Drilling Fluids and to realize the anticipated benefits of the acquisition, the availability of raw materials and skilled personnel, the impact of restrictions on offshore drilling activity in the Gulf of Mexico, our customer concentration and cyclical nature of our industry, our market competition, the cost and continued availability of borrowed funds, our international operations, legal and regulatory matters, including environmental regulations, inherent limitations in insurance coverage, potential impairments of long-lived intangible assets, technological developments in our industry, the impact of severe weather, particularly in the U.S. Gulf Coast, and our ability to execute our business strategy and make successful capital investments and business acquisitions. 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.

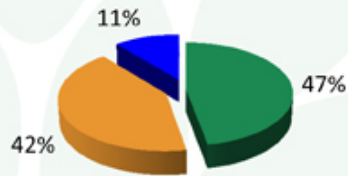


Company Overview

2012 Revenue \$1.038 billion



2012 Segment Operating Income \$128 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

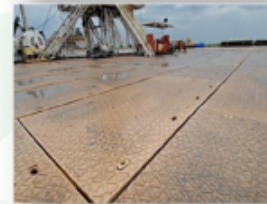
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Strategic Drivers – Technology

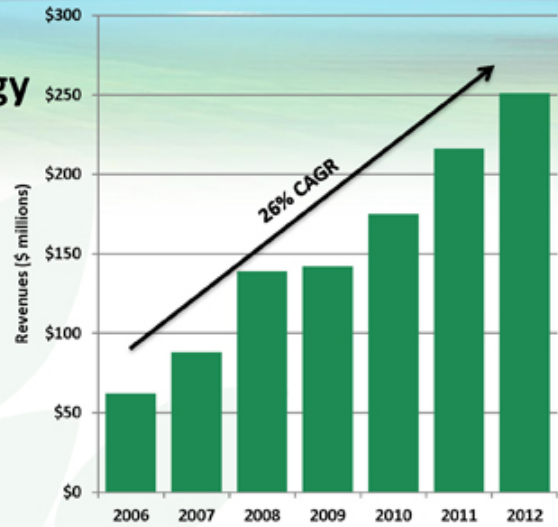
- **Focused on continually providing new technology to our customers**
 - Patented drilling fluid systems used in land, shelf and deepwater drilling
 - Evolution® our family of high-performance water based systems introduced in 2010
 - Durabase® composite mat system provides superior well-site surface and environmental protection
 - Linerless Spill Containment System to be introduced in 2013
 - New worldwide technology center scheduled to open mid-2013



Strategic Drivers – International Expansion

➤ International expansion is a key element of our long-term strategy

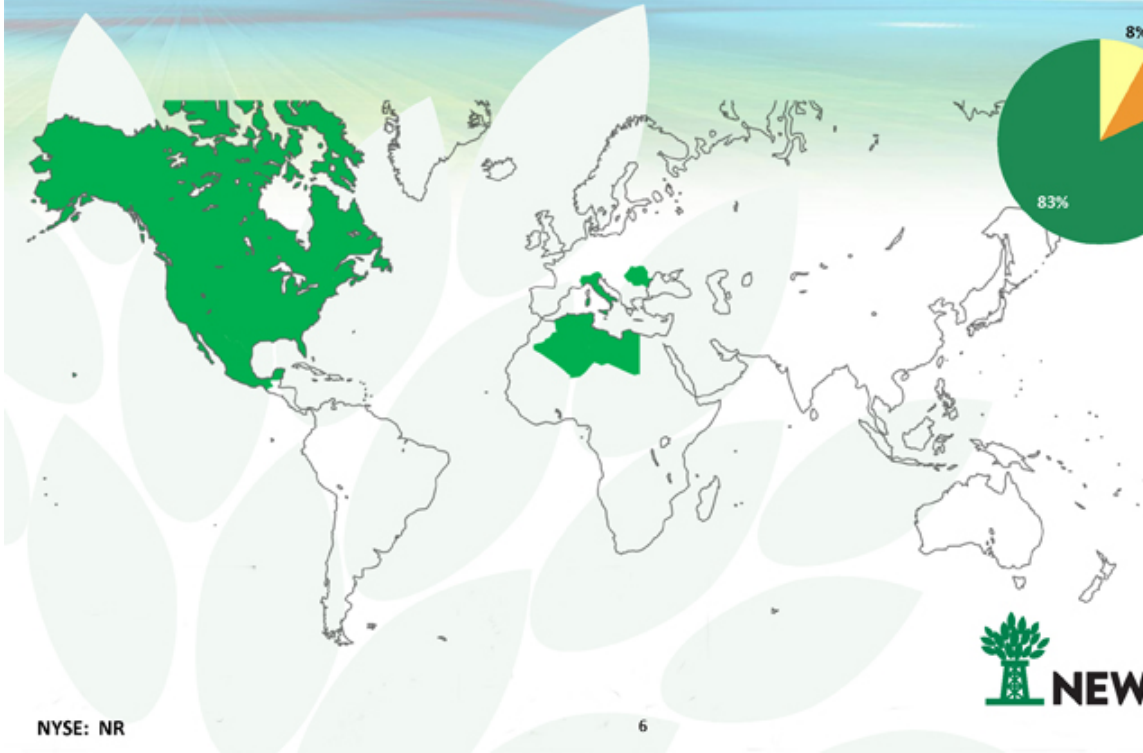
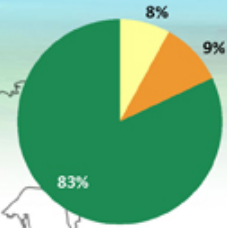
- Market diversification provides greater earnings stability
 - International operators follow longer investment horizons
 - Lower concentrations in individual markets, reducing exposure to individual market dynamics
- Increased international presence improves ability to support NOC's and IOC's globally



Global Presence - 2006

2006 Consolidated Revenues - \$642 million

Canada EMEA Other



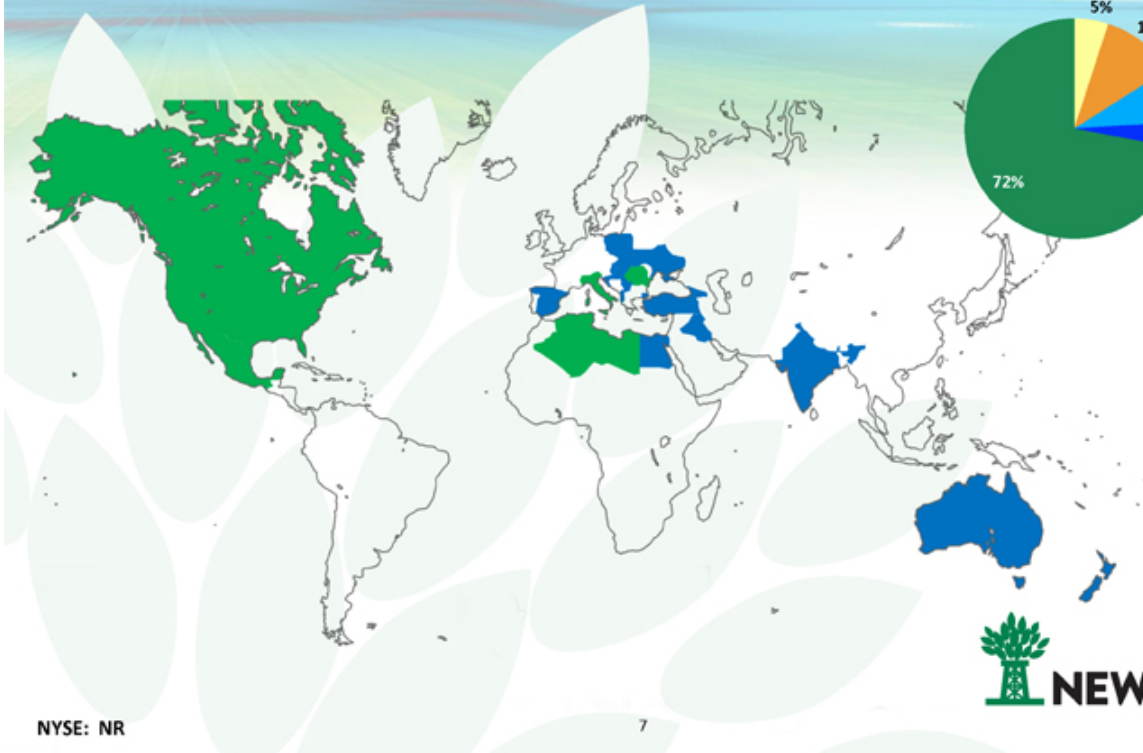
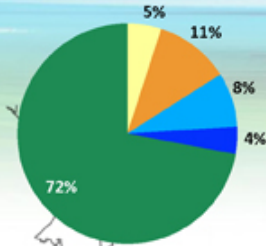
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Global Presence - Current

2012 Consolidated Revenues -
\$1.038 billion

Canada EMEA Latin America APAC Other



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Strategic Drivers - Customer Support



➤ **Focused on backing our leading technology with superior customer support**

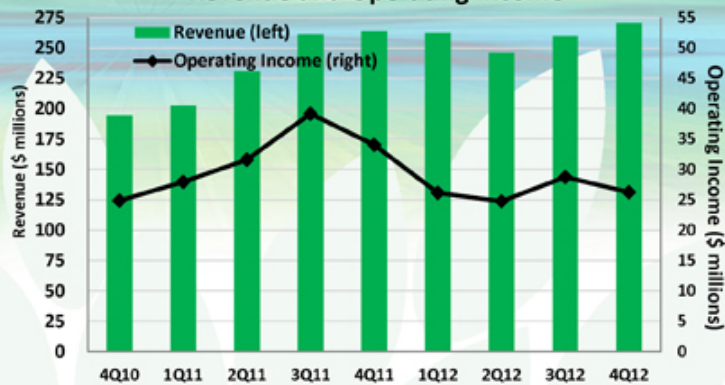
- Over 600 fluids technicians customize and deliver our technology worldwide
- Advanced training programs for fluid technicians continue to enhance product and service knowledge

➤ **Newpark recognized by EnergyPoint Research, an independent customer service survey company**



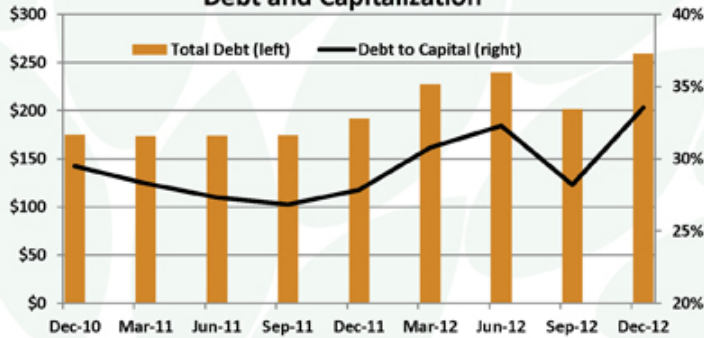
Financial Summary – Q4 2010 to Q4 2012

Revenue and Operating Income



- Maintaining revenue and operating income despite 2nd half 2012 declines in US rig counts
- Actions continue to eliminate U.S. cost inefficiencies following 2012 transition from dry gas to liquid regions

Debt and Capitalization



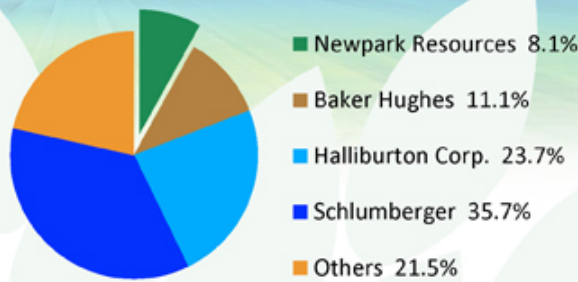
- Executed \$50 million share re-purchase program in 2012
- Debt increase in Q4 2012 largely driven by Alliance acquisition



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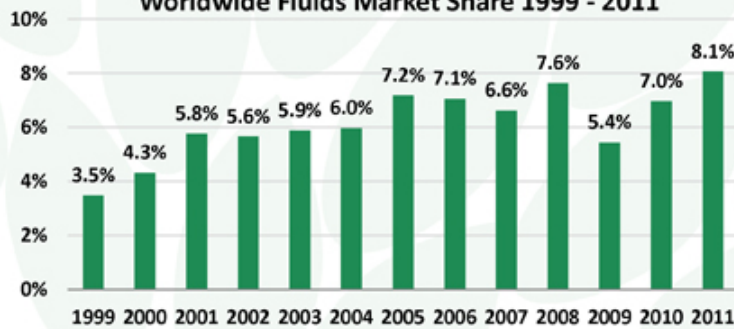
Drilling Fluids Segment – Market Share

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



- Through consistent execution of strategy, achieving long-term market share growth
- **4th largest drilling fluids provider worldwide**
 - 3rd largest in North America (based on company data)

Worldwide Fluids Market Share 1999 - 2011



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

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



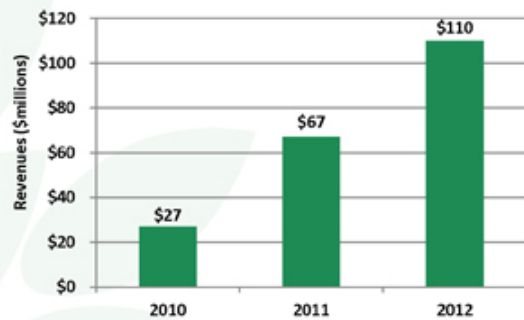
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Evolution

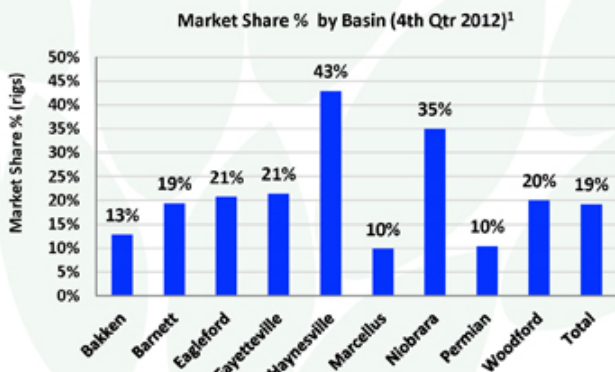
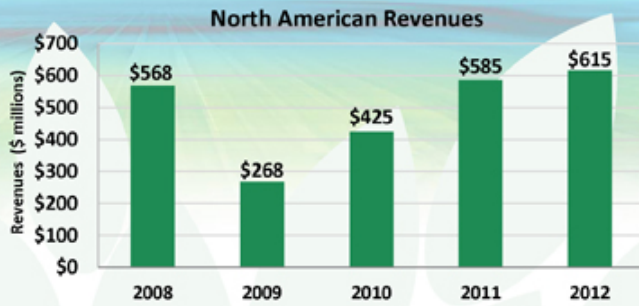
- **Award-winning Evolution system continues to demonstrate superior performance vs. oil based mud**
 - **Higher lubricity**
 - Improves rate of penetration
 - Increases length of lateral sections
 - Minimizes days on well
 - **Environmentally friendly**
 - Reduces disposal cost for cuttings
 - **Reduced circulating temperatures**
 - Increases drilling tool life
- **After completing North America roll-out, international markets being targeted**
 - Recently completed first Evolution well in EMEA region



Evolution Revenues



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 fourth quarter 2012, including 19% share in shale markets¹
- December 2012 acquisition of Alliance Drilling Fluids expands presence in Permian and Eagle Ford



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¹ Source: Company estimates; Excludes Alliance acquisition

Fluid Systems & Engineering – EMEA

➤ Core Markets

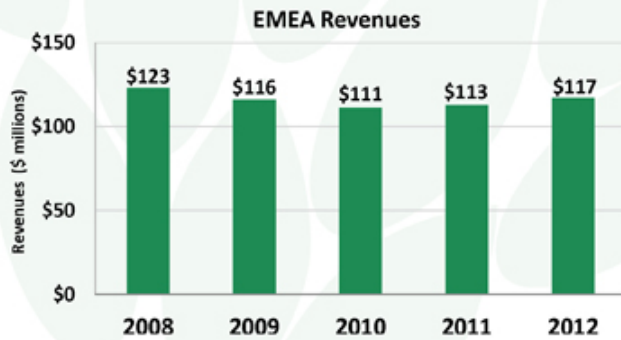
- Algeria, Italy, Romania, Tunisia, Libya

➤ Near-Term Growth Markets

- Kurdistan, Georgia, Ukraine, Hungary, Spain, Kuwait

➤ Pursuing continual country step-outs as North Africa remains uncertain

- Core Operating Countries
- Near-term Growth Markets



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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



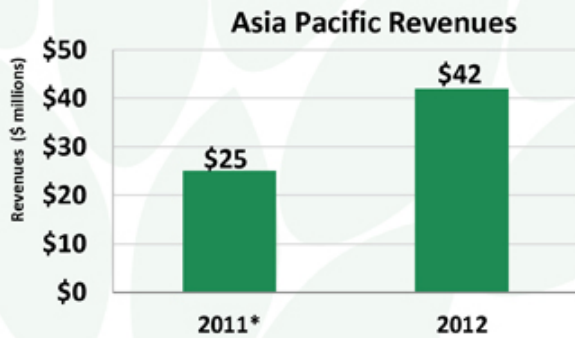
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Fluids Systems & Engineering – Asia Pacific

- **2011 acquisition provided entry in the APAC region**
 - Australia
 - New Zealand
 - India
- **Two year offshore contract began in late second quarter 2012**



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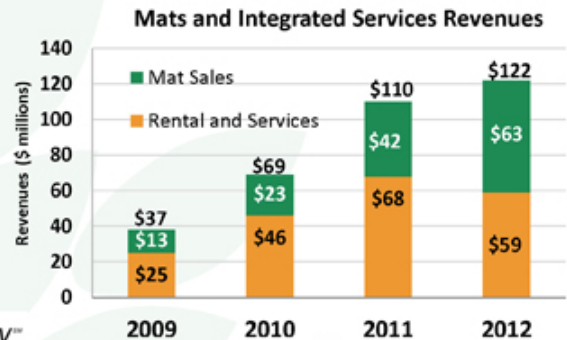
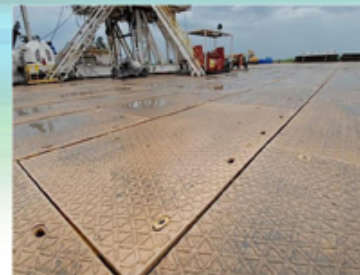
*Business acquired in April 2011

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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**



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



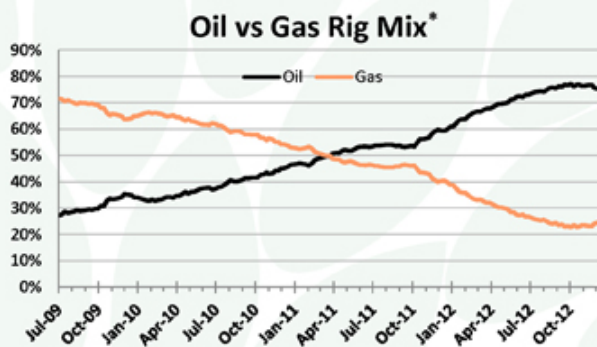
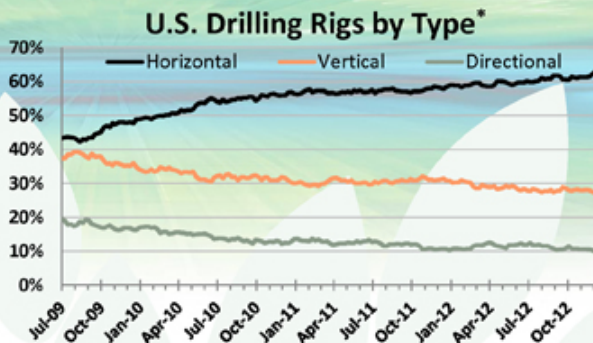
➤ Revenues improving as activity levels recover in the Gulf of Mexico



Environmental Services Revenues



Outlook



* Source: Baker Hughes

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- **Shift towards oil rich plays has stabilized**
 - Cost reduction efforts continue
- **Increase in unconventional drilling is a favorable trend**
 - Evolution
 - Spill Containment
- **Return to drilling in the Gulf of Mexico**
- **Some near-term caution remains in the U.S., but international drilling outlook remains strong**





APPENDIX

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Consolidated Statements of Operations

(Unaudited)	Three Months Ended			Twelve Months Ended	
	December 31, 2012	September 30, 2012	December 31, 2011	December 31, 2012	December 31, 2011
(In thousands, except per share data)					
Revenues	\$ 270,328	\$ 259,599	\$ 263,514	\$ 1,038,019	\$ 958,180
Cost of revenues	219,817	210,276	204,991	846,529	744,176
Selling, general and administrative expenses	24,217	20,878	23,902	86,352	81,672
Other operating income, net	43	(311)	580	(759)	(432)
Operating income	26,251	28,756	34,041	105,897	132,764
Foreign currency exchange loss	333	185	182	749	522
Interest expense, net	2,403	2,416	2,405	9,740	9,226
Income from operations before income taxes	23,515	26,155	31,454	95,408	123,016
Provision for income taxes	12,322	7,413	9,568	35,376	42,999
Net income	\$ 11,193	\$ 18,742	\$ 21,886	\$ 60,032	\$ 80,017
Income per common share -basic:	\$ 0.13	\$ 0.22	\$ 0.24	\$ 0.69	\$ 0.89
Income per common share -diluted:	\$ 0.12	\$ 0.20	\$ 0.22	\$ 0.62	\$ 0.80



Fourth Quarter 2012 Non-GAAP Earnings Reconciliation

To supplement our financial results presented in accordance with generally accepted accounting principles in the United States ("GAAP"), this press release contains, and the related earnings conference call will refer to, our adjusted non-GAAP net income and earnings per share for the fourth quarter of 2012. The table below presents a reconciliation of these non-GAAP measure to the most directly comparable GAAP financial measures. Non-GAAP measures of financial performance reference in this press release exclude items that the Company believes are infrequent or not indicative of operating performance. Non-GAAP financials measures should not be considered a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP. The Company believes these non-GAAP financial measures are helpful for an understanding of the Company's operations, and management uses them in comparing the historical results to current results and measuring operating earnings trends.

(Unaudited)

Three months ended December 31, 2012

(In thousands, except per share data)	Operating Income	Net Income	Income per common share - Diluted
Reported results - GAAP	\$ 26,251	\$ 11,193	\$ 0.12
Adjustments:			
Tax audit assessment and related tax rate increase for the period of 2006 to 2012 in a North African subsidiary	-	3,902	0.04
Asset impairments and employee termination costs - Fluids Systems and Engineering segment	858	558	0.01
Transaction expenses associated with acquisition of Alliance Drilling Fluids - Corporate office	364	237	0.00
Total adjustments	<u>1,222</u>	<u>4,697</u>	<u>0.05</u>
Adjusted results - Non-GAAP	<u>\$ 27,473</u>	<u>\$ 15,890</u>	<u>\$ 0.17</u>

Operating Segment Results

(Unaudited)	Three Months Ended		
(In thousands)	December 31, 2012	September 30, 2012	December 31, 2011
Revenues			
Fluids systems and engineering	\$ 229,329	\$ 211,457	\$ 221,125
Mats and integrated services	26,612	35,067	29,376
Environmental services	14,387	13,075	13,013
Total revenues	<u>\$ 270,328</u>	<u>\$ 259,599</u>	<u>\$ 263,514</u>
Operating income (loss)			
Fluids systems and engineering	\$ 17,714	\$ 14,798	\$ 25,044
Mats and integrated services	10,845	15,992	11,655
Environmental services	3,444	3,089	2,351
Corporate office	(5,752)	(5,123)	(5,009)
Total operating income	<u>\$ 26,251</u>	<u>\$ 28,756</u>	<u>\$ 34,041</u>
Segment operating margin			
Fluids systems and engineering	7.7%	7.0%	11.3%
Mats and integrated services	40.8%	45.6%	39.7%
Environmental services	23.9%	23.6%	18.1%



Consolidated Balance Sheets

(Unaudited)

(In thousands, except share data)	December 31, 2012	December 31, 2011
ASSETS		
Cash and cash equivalents	\$ 46,846	\$ 25,247
Receivables, net	323,439	328,590
Inventories	209,734	175,929
Deferred tax asset	11,596	13,224
Prepaid expenses and other current assets	12,441	10,828
Total current assets	<u>604,056</u>	<u>553,818</u>
Property, plant and equipment, net	253,990	231,055
Goodwill	87,388	71,970
Other intangible assets, net	41,018	20,850
Other assets	8,089	9,144
Total assets	<u>\$ 994,541</u>	<u>\$ 886,837</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Short-term debt	\$ 2,599	\$ 2,232
Accounts payable	114,377	97,168
Accrued liabilities	42,620	47,443
Total current liabilities	<u>159,596</u>	<u>146,843</u>
Long-term debt, less current portion	256,832	189,876
Deferred tax liability	46,348	46,844
Other noncurrent liabilities	18,187	5,428
Total liabilities	<u>480,963</u>	<u>388,991</u>
Commitments and contingencies		
Common stock, \$0.01 par value, 200,000,000 shares authorized and 95,733,677 and 94,497,526 shares issued, respectively	957	945
Paid-in capital	484,962	477,204
Accumulated other comprehensive (loss) income	(734)	789
Retained earnings	95,015	34,983
Treasury stock, at cost; 10,115,951 and 2,803,987 shares, respectively	<u>(66,622)</u>	<u>(16,075)</u>
Total stockholders' equity	<u>513,578</u>	<u>497,846</u>
Total liabilities and stockholders' equity	<u>\$ 994,541</u>	<u>\$ 886,837</u>

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Consolidated Statements of Cash Flow

(Unaudited) (In thousands)	Year Ended December 31,	
	2012	2011
Cash flows from operating activities:		
Net income	\$ 60,032	\$ 80,017
Adjustments to reconcile net income to net cash provided by operations:		
Impairment charges	443	-
Depreciation and amortization	32,821	28,971
Stock-based compensation expense	7,103	4,535
Provision for deferred income taxes	1,358	26,623
Net provision for doubtful accounts	1,709	2,400
Loss on sale of assets	724	630
Change in assets and liabilities:		
Decrease (increase) in receivables	23,565	(135,303)
Increase in inventories	(28,758)	(48,129)
Increase in other assets	(641)	(434)
Increase in accounts payable	13,702	30,425
Decrease in accrued liabilities and other	(1,813)	(3,293)
Net cash provided by (used in) operating activities	110,245	(13,558)
Cash flows from investing activities:		
Capital expenditures	(43,955)	(36,897)
Proceeds from sale of property, plant and equipment	863	522
Business acquisitions, net of cash acquired	(53,075)	(26,775)
Net cash used in investing activities	(96,167)	(63,150)
Cash flows from financing activities:		
Borrowings on lines of credit	364,426	27,619
Payments on lines of credit	(296,944)	(9,951)
Principal payments on notes payable and long-term debt	(40)	(219)
Proceeds from employee stock plans	1,059	3,588
Post-closing payment for business acquisition	(11,892)	(2,055)
Purchase of treasury stock	(50,756)	(644)
Net cash provided by financing activities	5,853	18,338
Effect of exchange rate changes on cash	1,668	607
Net increase (decrease) in cash and cash equivalents	21,599	(57,763)
Cash and cash equivalents at beginning of year	25,247	83,010
Cash and cash equivalents at end of year	\$ 46,846	\$ 25,247

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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. 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.

