

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>AIROLA MARK J</u> (Last) (First) (Middle) 2700 RESEARCH FOREST DRIVE SUITE 100 (Street) THE WOODLANDS TX 77381 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NEWPARK RESOURCES INC [NR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Sr Vice Pres, General Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) 05/21/2014	
		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/21/2014		A		32,656 ⁽¹⁾	A	\$0.0	317,407	D	
Common Stock	05/22/2014		G		500	D	\$0.0	316,907	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Non-Qualified Stock Option (right to buy)	\$11.2	05/21/2014		A		36,795		(2)	05/21/2024	Common Stock	36,795	\$0.0	36,795	D	
Performance Shares	\$0.0	05/21/2014		A		21,856		(3)	(3)	Common Stock	21,856	\$0.0	41,248	D	

Explanation of Responses:

- The award will vest at a rate of one-third of the shares on June 1 of each year.
- The options become exercisable in increments of one-third of the shares on June 1 of each year.
- Performance restricted stock units which will vest in three years upon the Company's achievement of certain levels of total shareholder return (TSR) relative to a pre-determined industry peer group. The total in Column 5 is equal to the maximum number of shares that may be earned under this award.

By: Jennifer F Wilson For: 05/22/2014
Mark J Airola

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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