

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 19, 2019**



**NEWPARK RESOURCES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-2960**  
(Commission  
File Number)

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

**9320 Lakeside Boulevard, Suite 100**  
**The Woodlands, TX**  
(Address of principal executive offices)

**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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

After 13 years of service, Gary L. Warren informed the Nominating and Corporate Governance Committee of the Board of Directors of Newpark Resources, Inc. (the “Company”) on February 19, 2019 that he does not wish to stand for re-election at the Company's next annual general meeting of stockholders (the “Annual Meeting”), but instead intends to retire from the Board effective at the conclusion of the Annual Meeting. The anticipated retirement of Mr. Warren from the Board did not arise from any disagreement with the Company on any matters relating to the Company’s operations, policies or practices. Mr. Warren intends to serve out the rest of his term as a director. Subsequent to the retirement of Mr. Warren from the Board at the Annual Meeting, the size of the Board will be reduced from seven directors to six directors.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
<a href="#">99.1</a>	Press Release of Newpark Resources, Inc. dated February 21, 2019.

**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.

Dated: February 21, 2019

NEWPARK RESOURCES, INC.

By: /s/ E. Chipman Earle

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E. Chipman Earle

Vice President, General Counsel

Chief Administrative Officer and Corporate Secretary



FOR IMMEDIATE RELEASE

## NEWS RELEASE

Contacts: Gregg Piontek  
Vice President and Chief Financial Officer  
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281-362-6800

### **NEWPARK RESOURCES ANNOUNCES RETIREMENT OF BOARD MEMBER**

THE WOODLANDS, TX - FEBRUARY 21, 2019 - Newpark Resources, Inc. (NYSE: NR) today announced that after 13 years of service, Gary L. Warren informed the Nominating and Corporate Governance Committee of the Company's Board of Directors, that he intends to retire following the Annual Meeting of Stockholders in May 2019.

Tony Best, Chairman of Newpark's Board of Directors, stated, "We would like to thank Gary for his many contributions to Newpark during his 13 years of service as a member of the Board of Directors. Gary's leadership and invaluable insights were instrumental to the Company's transformation, as we navigated through one of the most challenging downturns and emerged a stronger and more diversified company. We wish Gary the best in his retirement."

Newpark Resources, Inc. is a worldwide provider of value-added fluids systems and composite matting systems used in oilfield and other commercial markets. For more information, visit our website at [www.newpark.com](http://www.newpark.com).