

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 20, 1997

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.)

3850 NORTH CAUSEWAY, SUITE 1770
METAIRIE, LOUISIANA

(Address of principal executive offices)

70002

(Zip Code)

Registrant's telephone number, including area code: (504) 838-8222

ITEM 5. OTHER EVENTS.

On November 20, 1997, Newpark Resources, Inc., a Delaware corporation ("Newpark"), announced that it intends to make a private offering of \$125 million of Senior Subordinated Notes due 2007 to qualified institutional buyers and non-U.S. persons. A copy of the press release issued by Newpark is attached as Exhibit 20 to this Form 8-K.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

20. Press Release, dated November 20, 1997.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed by the undersigned hereunto duly authorized.

NEWPARK RESOURCES, INC.

Dated: November 25, 1997

By: /s/ Eric Wingerter

Eric Wingerter, Vice President
of Corporate Development

[NEWPARK RESOURCES, INC. LETTERHEAD APPEARS HERE]

NEWPARK RESOURCES ANNOUNCES PRIVATE DEBT OFFERING

METAIRIE, LA, November 20, 1997...Newpark Resources, Inc. (NYSE: NR) today announced that it intends to make a private offering of \$125 million of Senior Subordinated Notes due 2007 to qualified institutional buyers and non-U.S. persons.

Proceeds from the offering will be used to repay all of the Company's outstanding bank indebtedness, to fund capital expenditures, and for general corporate purposes, including working capital.

The Senior Subordinated Notes to be issued by Newpark Resources, Inc. have not been registered under the Securities Act of 1933, as amended, and may not be offered or sold in the United States absent such registration or an applicable exemption from the registration requirements.

Newpark Resources, Inc. provides integrated fluids management, environmental and oilfield services to the oil and gas exploration and production industry.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Senior Subordinated Notes referenced above in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

For further information contact:

Company

Matthes W. Hardey
Vice President of Finance
Newpark Resources, Inc.
3850 N. Causeway, Suite 1770
Metairie, Louisiana 70002
(504) 838-8222

New York

Ron Hengen
R.F. Hengen, Inc.
253 Southgate Road
Murray Hill, New Jersey 07974
(908) 508-9000