

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): July 28, 2003

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.)
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3850 North Causeway, Suite 1770 Metairie, Louisiana (Address of principal executive offices)	70002 (Zip Code)
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Registrant's telephone number, including area code: (504) 838-8222

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

99.1 Press release issued by Newpark Resources, Inc. on July 28, 2003.

Item 9. Regulation FD Disclosure (pursuant to Item 12)

In accordance with SEC Release No. 33-8216, the following information, intended to be furnished under "Item 12. Results of Operations and Financial Condition," is instead furnished under "Item 9. Regulation FD Disclosure."

On July 28, 2003, Newpark Resources, Inc. issued a press release announcing its results for the three months ended June 30, 2003. The press release is attached to this Form 8-K as Exhibit 99.1.

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: July 28, 2003

By: /s/ Matthew W. Hardey

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Matthew W. Hardey, Vice President  
and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.

Description

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99.1 Press Release, dated as of July 28, 2003

## Newpark Resources Reports Second Quarter Earnings

METAIRIE, La., July 28 /PRNewswire-FirstCall/ -- Newpark Resources, Inc. (NYSE: NR) today reported that it earned net income of \$1,774,000, or \$.02 per share, on revenue of \$92.4 million in the second quarter ended June 30, 2003. This compares to a net loss of \$786,000, equal to \$.01 per share, on \$77.6 million in revenue in the second quarter of the prior year.

For the six months to date, Newpark reported net income of \$2,998,000, or \$0.04 per share, on revenue of \$183.0 million, compared to a net loss of \$265,000 on revenue of \$152.7 million in the same period of 2002.

"While the U.S. rig count has increased by 30% since the beginning of the year, Newpark's key Gulf Coast market has not participated in this trend and remains below the level at which we ended fiscal 2002. In spite of the flat market, Newpark's operations showed a small improvement from the first quarter levels," said James D. Cole, Newpark's Chairman and CEO. "We believe that the flat Gulf Coast rig count is a function of the changing risk profile of operations in that market, driven by the challenge of increasing geologic well depth, drilling prospect identification and the resultant higher cost of drilling. From review of our customers' plans going forward, we believe that they are adapting to this change and expect increased activity beginning in the second half of 2003," he added.

## Mat Sales, Rentals and Integrated Services

Mat and Integrated Services produced operating income of \$1.7 million on revenue of \$25.6 million in the recent quarter. This compared to operating income of \$421,000 on revenue of \$17.6 million in the year-ago period. The revenue increase came principally from Canadian operations and a 52% improvement in pricing in the Gulf Coast mat rental business. Gulf Coast mat rental pricing averaged \$0.97 per square foot in the quarter compared to \$0.64 per square foot a year ago and reflects reduced mat inventory levels within the industry rather than a change related to market activity. On the strength of that pricing improvement, mat rental revenue in the Gulf Coast increased to \$6.4 million in the 2003 quarter from \$4.1 million a year ago. Composite mat sales revenues totaled \$3.4 million compared to \$2.0 million in the year-ago quarter, with 1,900 units shipped in the recent period and 1,100 in the year-ago period. "To date in 2003, composite mat sales have contributed \$7.1 million to revenue including sales of 3,500 Dura-Base(R) mats and 4,200 Bravo(TM) Mats. We believe that visibility of future orders is improving and that second half results will be much improved," Cole said.

## E&amp;P Waste

Environmental services revenues in the recent quarter totaled \$13.5 million, contributing operating income of \$3.3 million, equal to 24.1% of revenues. This compares to revenues of \$12.2 million in the year-ago quarter, generating \$1.0 of operating income. Year-to-date revenues increased \$3.4 million, or 15%, due primarily to higher waste volumes received from the offshore and inland waters drilling markets. The volume of waste per offshore rig has continued to climb as the result of the change in regulations that became effective late last year, reaching an annualized 17,000 barrels per rig compared to 14,000 in the first half of 2002. The remainder of the increase came from an increase in market share. For the first six months, segment operating contribution improved to \$5.9 million, or 22.0%, of revenues from \$1.6 million or 6.7% a year earlier. "We believe that with the prospect of some improvement in rig activity in the second half of the year, operating margins in the unit can return to the historic 25% to 30% range," Cole commented.

## Drilling Fluids

Fluid sales and engineering revenue of \$53.3 million in the second quarter of 2003 generated \$2.8 million of operating profit. In the corresponding quarter of 2002, the segment contributed \$3.5 million to operating earnings on revenues of \$47.8 million.

"In the recent quarter, we experienced a reduction in Gulf Coast market revenue which was the primary reason for reduced operating income in the period. Gulf Coast market results were flat sequentially with the first quarter and below the level achieved in 2002. Canadian operations were down from the first quarter level, as expected, due to the spring break-up, but well ahead of 2002 levels on stronger drilling activity. We expect the Canadian market to continue to improve throughout the remainder of 2003. Operations in the U.S. Mid-Continent region improved with rig activity, increasing both revenue and operating contribution in the sequential quarter and year-over-year comparisons. Our European fluids business, acquired just over a year ago, has made good progress, improving both revenue and operating

income during the sequential quarter. The net improvement in non-Gulf Coast markets, however, was not sufficient to offset the weak conditions in that key market," Cole added.

For the year to date, the segment revenue increased \$17.4 million to \$107.2 million and produced \$5.6 million in operating profit. The May 2002 acquisition of Ava Drilling Fluids contributed \$12.9 million of the increase, with the remainder from Canada and the Mid-Continent region. Excluding the effect of the acquisition, revenue grew 4% year over year.

#### Balance Sheet, Liquidity and Capital

Capital expenditures in the recent quarter totaled \$6.2 million with capital spending for the remainder of the year expected to total \$7 million, keeping the total within this year's forecast depreciation total of \$22 million. Depreciation and amortization charges totaled \$5.5 million for the quarter. Inventory levels increased \$3.2 million in the quarter, concentrated in seasonal inventory build at Newpark's sawmill operation. Newpark ended the quarter with \$42.0 million of borrowings on its \$100 million bank credit facility, down from \$46.5 million at the end of the first quarter. Interest expense for the recent quarter was \$3.9 million, while the \$1.8 million reported in the 2002 quarter was net of a \$1.8 million benefit from the settlement of an interest rate swap transaction. At quarter-end, long-term debt amounted to 35.8% of capital. "We plan further debt reductions in the second half of 2003, as we continue to work towards our 30% target rate," Cole said.

#### Outlook

"We believe that in the first half of 2003 we have seen the bottom of the market, and expect a slow improvement in Gulf Coast drilling activity during the second half of the year. Our key customers in that market are making the transition to the heightened drilling risk profile, and we believe that the opportunity to assist them in this effort is one for which Newpark is very well positioned to participate with excellent incremental margins. We expect to see growth in the new non-oilfield opportunities within our matting segment and increasing composite mat sale opportunities as markets strengthen. These factors should contribute to much-improved results in the second half of 2003," Cole said, concluding, "Finally, we are planning the formal market introduction of the new Bravo(TM) Mat System in the fourth quarter, which should show positive results in 2004."

#### About Newpark Resources, Inc.

Newpark Resources, based in Metairie, LA, is a leading provider of high-performance, environmentally focused services and products to the domestic and international exploration and production industry. Products and services entail integrated drilling fluids systems, mat sales and rentals, along with site preparation services and E&P waste disposal. The stock trades on the New York Stock Exchange under the symbol NR.

The Company will host a conference call to discuss these results at 3:00 PM EDT on Tuesday, July 29th. The conference call will be webcast and can be accessed by visiting Newpark's website at [www.newpark.com](http://www.newpark.com).

The foregoing discussion contains 'forward-looking statements' within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Act of 1934, as amended. There are risks and uncertainties that could cause future events and results to differ materially from those anticipated by management in the forward-looking statements included in this press release. For further information regarding these and other factors, risks and uncertainties affecting Newpark, reference is made to the risk factors set forth in the Prospectus included in Newpark's Registration Statement on Form S-3 filed on May 8, 2002 (File No. 333-87840), and to the section entitled "Forward Looking Statements" on page 17 of that Prospectus. In particular, as described on page 9 of that Prospectus, any material decline in the level of oil and gas exploration and production activity could result in fewer opportunities being available for the service industry in general and Newpark in particular, and may adversely affect the demand for our services. In addition, as described on page 13 of that Prospectus, and rescission or relaxation of governmental regulations, including in the discharge regulations recently implemented, could reduce the demand for Newpark's services and reduce Newpark's revenues and income. You are strongly urged to review these sections for a more detailed discussion of these risks and uncertainties. Newpark's SEC filings can be obtained at no charge at [www.sec.gov](http://www.sec.gov), as well as through our Website, [www.newpark.com](http://www.newpark.com).

Newpark Resources, Inc.  
Year-Ago Quarter Comparison  
(in thousands, except per share amounts)

2Q03

2Q02

Revenue		
E&P Waste Disposal	\$13,483	\$12,196
Mat & Integrated Services	25,581	17,581
Drilling Fluids	53,318	47,778
	\$92,382	\$77,555
Operating Income		
E&P Waste Disposal	\$3,256	\$1,003
Mat & Integrated Services	1,702	421
Drilling Fluids	2,819	3,506
	7,777	4,930
Corporate G&A	911	1,617
Foreign currency (gain) loss	(496)	(79)
Interest income	(107)	(177)
Interest expense	3,901	1,821
Pre-tax	3,568	1,748
Income tax	1,357	629
Net income	2,211	1,119
Preferred stock dividends and accretion	437	850
Other non-cash preferred stock charges	---	1,055
Net income (loss) to common	\$1,774	\$(786)
Common share equiv's. (dil.)	79,670	71,940
Diluted EPS	\$0.02	\$(0.01)

EBITDA		
Net Income	\$2,211	\$1,119
Income Tax	1,357	629
Pre-tax	3,568	1,748
Interest	3,901	1,821
Depreciation & amortization	5,462	5,579
Total	\$12,931	\$9,148
% of Revenue	14.0%	11.8%

Waste Data (in thousands, except per barrel amounts)

E&P waste volume	923	725
Average revenue per barrel	\$12.48	\$13.00

E&P revenue	\$12,155	\$10,127
NORM	808	1,318
Industrial	520	751
	\$13,483	\$12,196

Mat Rental Data - Gulf Coast (in millions, except per square foot amounts)

Installation	\$4.1	\$2.9
Re-rental	2.3	1.2
Total	\$6.4	\$4.1

Average price per square foot	\$0.97	\$0.64
Square feet installed	4.3	4.5

Drilling Fluids Data

Average Rigs Serviced (North America)	124	112
Annualized revenue per rig (000's)	\$1,394	\$1,575

Newpark Resources, Inc.

Year-Ago Six Month Comparison

(in thousands, except per share amounts)

	6 Months 03	6 Months 02
Revenue		
E&P Waste Disposal	\$26,648	\$23,260
Mat & Integrated Services	49,064	39,548
Drilling Fluids	107,247	89,857
	\$182,959	\$152,665
Operating Income		
E&P Waste Disposal	\$5,865	\$1,557
Mat & Integrated Services	3,356	2,673
Drilling Fluids	5,632	7,510
	14,853	11,740
Corporate G&A	2,106	3,134
Foreign currency (gain) loss	(773)	(75)
Interest income	(432)	(348)
Interest expense	7,693	4,943
Pre-tax	6,259	4,086
Income tax	2,353	1,471
Net income	3,906	2,615
Preferred stock dividends and accretion	908	1,825

Other non-cash preferred stock charges		1,055
Net income (loss) to common	\$2,998	\$(265)
Common share equiv's. (dil.)	78,728	71,206
Diluted EPS	\$0.04	\$(0.00)
EBITDA		
Net income	\$3,906	\$2,615
Income tax	2,353	1,471
Pre-tax	6,259	4,086
Interest	7,693	4,943
Depreciation & amortization	10,752	11,655
Total	\$24,704	\$20,684
% of Revenue	13.5%	13.5%
Waste Data (in thousands, except per barrel amounts)		
E&P waste volume	1,786	1,455
Average revenue per barrel	\$12.75	\$12.97
E&P revenue	\$24,202	\$20,232
NORM	1,402	1,891
Industrial	1,044	1,137
	\$26,648	\$23,260
Mat Rental Data - Gulf Coast (in millions, except per square foot amounts)		
Installation	\$9.7	\$4.9
Re-rental	4.3	3.1
Total	\$14.0	\$7.9
Average price per square foot	\$1.07	\$0.63
Square feet installed	9.0	7.7
Drilling Fluids Data		
Average Rigs Serviced (North America)	139	117
Annualized revenue per rig (000's)	\$1,305	\$1,475
Consolidated Balance Sheets		
(Unaudited)	June 30,	Dec. 31,
(In thousands)	2003	2002
ASSETS		
Current assets:		
Cash and cash equivalents	\$3,422	\$2,725
Trade accounts receivable, net of allowance	100,426	97,657
Notes and other receivables	3,905	3,307
Inventories	72,233	55,473
Deferred tax asset	14,284	11,094
Other current assets	10,017	10,039
Total current assets	204,287	180,295
Property, plant and equipment, at cost, net of accumulated depreciation	207,639	204,703
Goodwill	112,978	110,727
Deferred tax asset	5,059	8,950
Other intangible assets, net of accumulated amortization	15,648	15,786
Other assets	21,378	21,795
	\$566,989	\$542,256
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Notes payable	\$7,257	\$6,621
Current maturities of long-term debt	2,999	3,258
Accounts payable	45,034	35,568
Accrued liabilities	21,595	18,414
Total current liabilities	76,885	63,861
Long-term debt	174,861	172,049
Other non-current liabilities	2,278	923
Commitments and contingencies	---	---
Stockholders' equity:		
Preferred Stock	30,000	41,875
Common Stock	806	777
Paid-in capital	389,476	376,278
Unearned restricted stock compensation	(607)	(281)

Accumulated other comprehensive income	2,658	(864)
Retained deficit	(109,368)	(112,362)
Total stockholders' equity	312,965	305,423
	\$566,989	\$542,256

Ratio of long-term debt to total capital	35.8%	36%
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SOURCE Newpark Resources, Inc.

-0- 07/28/2003

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/Web site: <http://www.sec.gov> /

/Web site: <http://www.newpark.com> /

(NR)

CO: Newpark Resources, Inc.

ST: Louisiana

IN: OIL ENV

SU: ERN CCA MAV