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 12, 2018

NEWPARK RESOURCES, INC.

(Exact name of registrant as specified in its charter)

Delaware	**001-2960**	**72-1123385**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

9320 Lakeside Boulevard, Suite 100 **The Woodlands, TX**	**77381**
(Address of principal executive offices)	(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Act of 1934.

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 pursuant to Section 13(a) of the Exchange Act. ☐

Item 7.01. Regulation FD Disclosure.

Newpark Resources, Inc. (the "Company") has prepared presentation materials (the "Presentation Materials") that management intends to use from time to time, on February 12, 2018, and thereafter, in presentations about the Company's operations and performance. The Company 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 the Company and its business.

The information contained in the Presentation Materials is summary information that should be considered in the context of the Company's filings with the Securities and Exchange Commission and other public announcements that the Company 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 the Company 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, the Company 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 the Company's website, http://www.newpark.com for up to 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 the Company 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.

Use of Non-GAAP Financial Information

To help understand the Company's financial performance, the Company has supplemented its financial results that it provides in accordance with generally accepted accounting principles ("GAAP") with non-GAAP financial measures. Such financial measures include: earnings before interest, taxes, depreciation and amortization ("EBITDA"); EBITDA Margin; Net Debt; and, the Ratio of Net Debt to Capital.

We believe these non-GAAP financial measures are frequently used by investors, securities analysts and other parties in the evaluation of our performance and/or that of other companies in our industry. In addition, management uses these measures to evaluate operating performance, and our annual cash incentive compensation plan has included performance metrics based on our consolidated EBITDA, along with other factors. The methods we use to produce these non-GAAP financial measures may differ from methods used by other companies. These measures should be considered in addition to, not as a substitute for, financial measures prepared in accordance with GAAP. Applicable reconciliations to the nearest GAAP financial measure of each non-GAAP financial measure are included in the attached Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
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 12, 2018

By: /s/ Gregg S. Piontek

Gregg S. Piontek, Vice President and Chief Financial Officer

(Principal Financial Officer)

NEWPARK RESOURCES PRESENTATION

FEBRUARY 2018

FORWARD LOOKING STATEMENTS

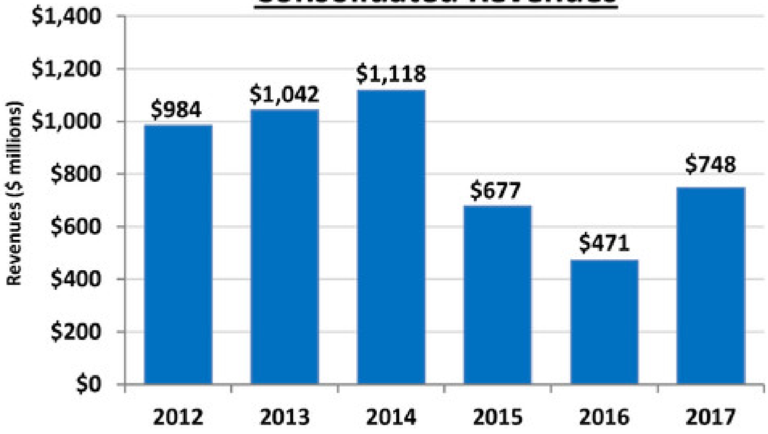
This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act that are based on management's current expectations, estimates and projections. All statements that address expectations or projections about the future, including Newpark's strategy for growth, product development, market position, expected expenditures and future financial results are forward-looking statements. Words such as "will", "may", "could", "would", "anticipates", "believes", "estimates", "expects", "plans", "intends", and similar expressions are intended to identify these forward-looking statements but are not the exclusive means of identifying them. These forward-looking statements reflect the current views of our management; however, various risks, uncertainties, contingencies and other factors, some of which are beyond our control, are difficult to predict and could cause our actual results, performance or achievements to differ materially from those expressed in, or implied by, these statements, including the success or failure of our efforts to implement our business strategy. We assume no obligation to update, amend or clarify publicly any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by securities laws. Many factors, including those discussed more fully elsewhere in this presentation 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, 2016, as well as others, could cause results to differ materially from those expressed in, or implied by, these statements. These risk factors include, but are not limited to, risks related to the worldwide oil and natural gas industry, our customer concentration and reliance on the U.S. exploration and production market, risks related to our international operations, the cost and continued availability of borrowed funds including noncompliance with debt covenants, operating hazards present in the oil and natural gas industry, our ability to execute our business strategy and make successful business acquisitions and capital investments, the availability of raw materials and skilled personnel, our market competition, compliance with legal and regulatory matters, including environmental regulations, the availability of insurance and the risks and limitations of our insurance coverage, potential impairments of long-lived intangible assets, technological developments in our industry, risks related to severe weather, particularly in the U.S. Gulf Coast, cybersecurity breaches or business system disruptions and risks related to the fluctuations in the market value of our common stock. Newpark's filings with the Securities and Exchange Commission can be obtained at no charge at www.sec.gov, as well as through its website at www.newpark.com.

NON-GAAP FINANCIAL MEASURES

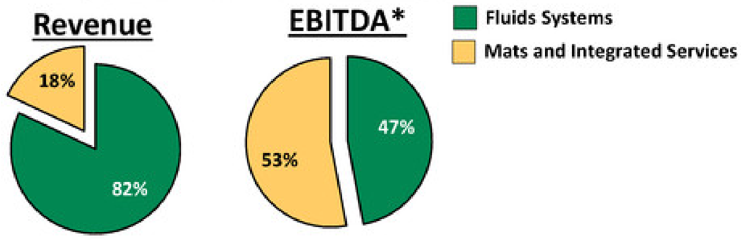
This presentation includes references to financial measurements that are supplemental to the Company's financial performance as calculated in accordance with generally accepted accounting principles ("GAAP"). These non-GAAP financial measures include earnings before interest, taxes, depreciation and amortization ("EBITDA"), EBITDA Margin, Net Debt and the Ratio of Net Debt to Capital. Management believes that these non-GAAP financial measures are frequently used by investors, securities analysts and other parties in the evaluation of our performance and/or that of other companies in our industry. In addition, management uses these measures to evaluate operating performance, and our incentive compensation plan measures performance based on our consolidated EBITDA, along with other factors. The methods we use to produce these non-GAAP financial measures may differ from methods used by other companies. These measures should be considered in addition to, not as a substitute for, financial measures prepared in accordance with GAAP.

COMPANY OVERVIEW

Consolidated Revenues



2017 Breakdown by Segment



- **Two Operating Segments:**

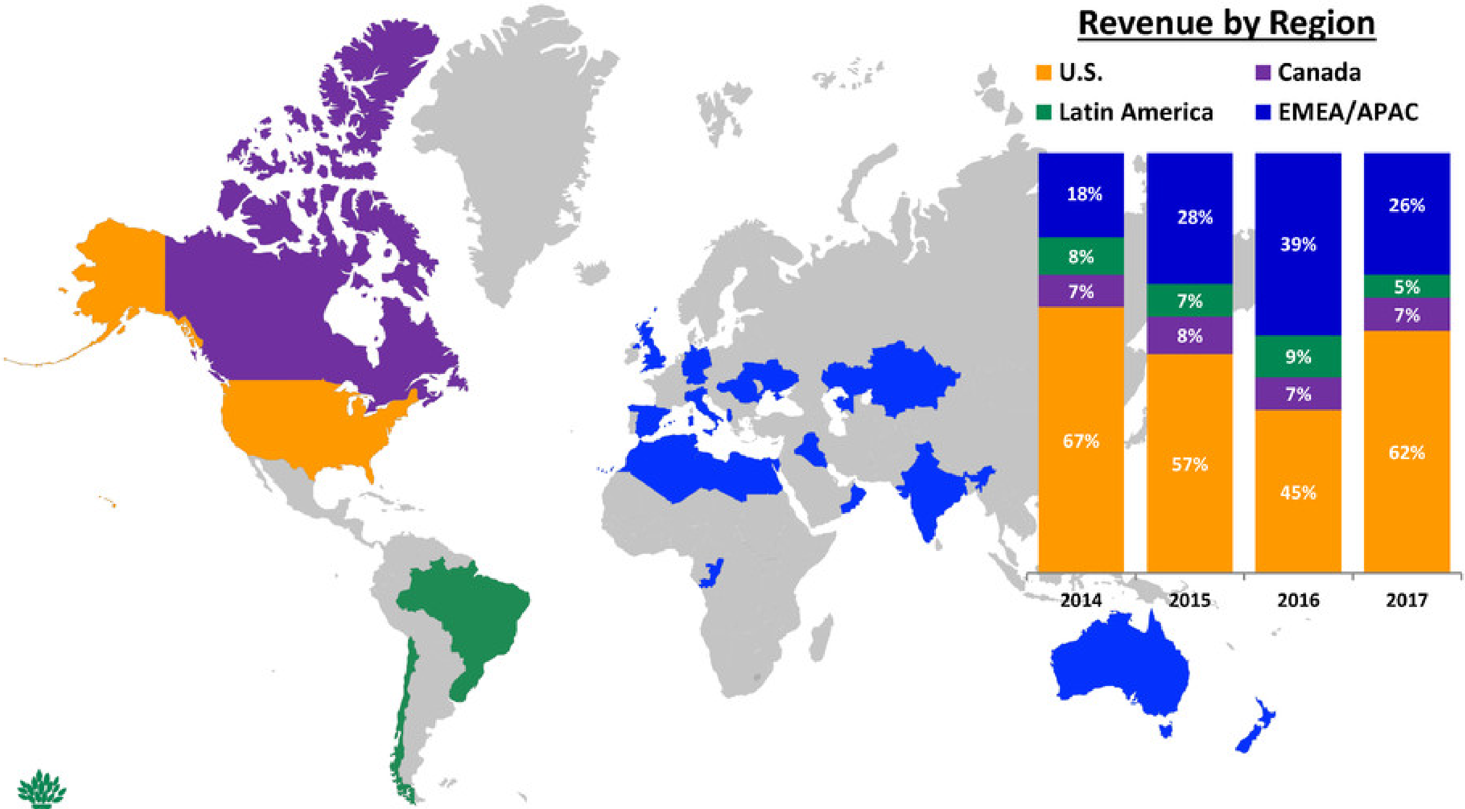
  Fluids Systems
  - Oil and Gas exploration

  Mats and Integrated Services
  - Oil and Gas exploration
  - Electrical transmission and distribution
  - Pipeline
  - Petrochemical
  - Construction

- **While revenues are highly weighted toward Fluids, EBITDA reflects a balanced contribution from both segments**

** EBITDA is a non-GAAP financial measure. See reconciliation to the most comparable GAAP measure in the Appendix to this presentation. EBITDA contribution % based on Segment EBITDA and excludes Corporate Office expenses.

GLOBAL STRENGTH

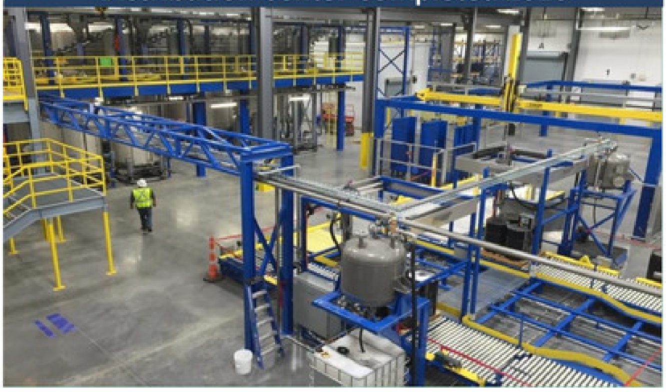


STRENGTHENED BY OUR INVESTMENTS

- Elevated capital campaign completed
- Infrastructure investments open new markets and significantly enhance our competitiveness
- Reflects our commitment to be the global leader in fluids and mats technology

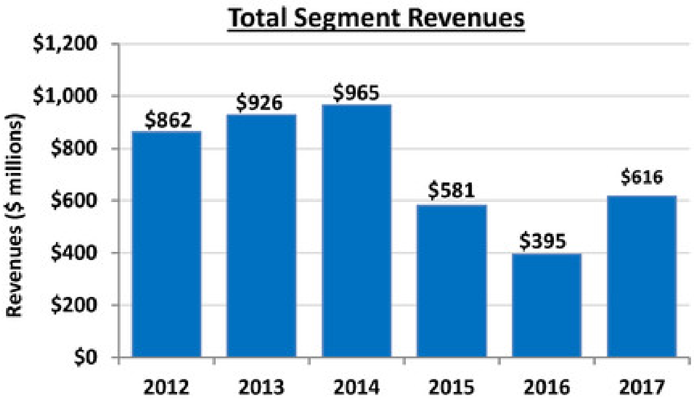
Mats: Completed Manufacturing 2015 and Technology Center 2016

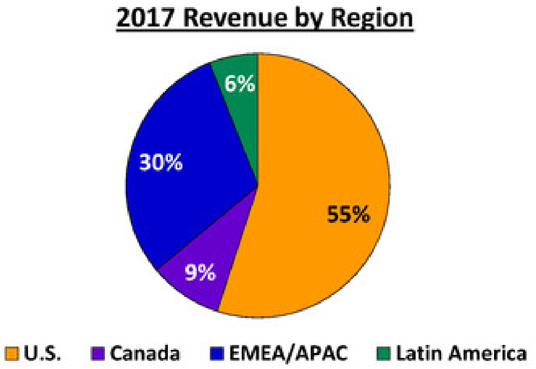
Fluids: Manufacturing Facility & Distribution Center Completed 2016



Fluids: Gulf of Mexico Deepwater Shorebase Completed 2017

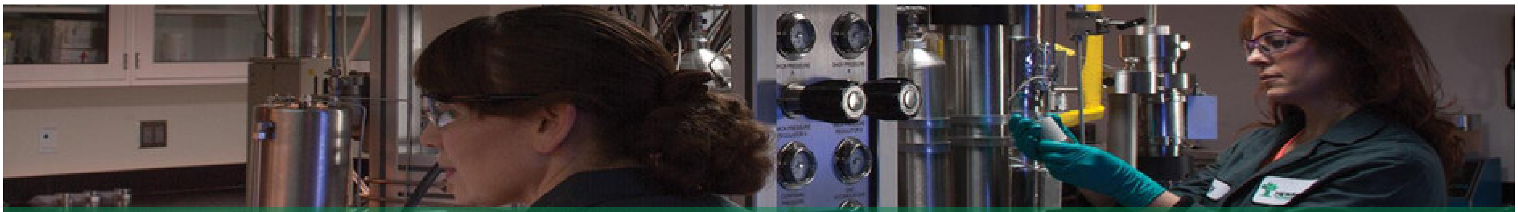
FLUIDS SYSTEMS-OVERVIEW





- **Largest independent drilling fluids provider**
  - 3rd largest drilling fluids company worldwide*
- **Seek to capitalize on strong market position and extend Fluids' product offerings to completions and other applications**
- **Expanding global market share, leveraging IOC/NOC relationships**

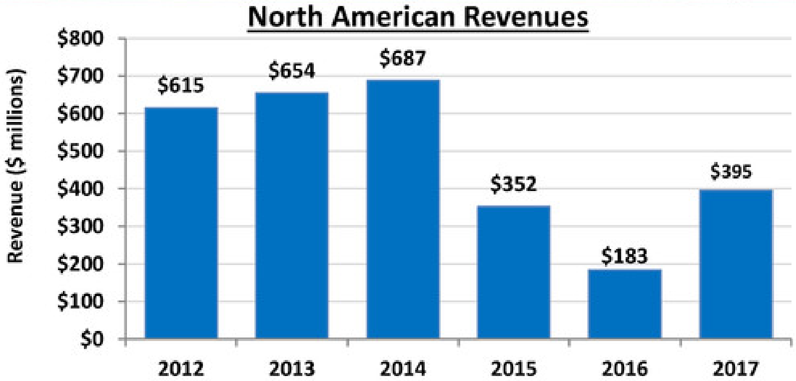
* Source: Kimberlite International Oilfield Research, June 2017

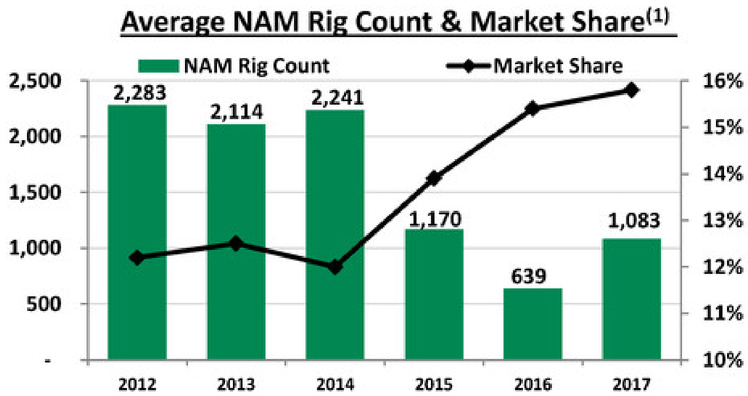


FLUIDS SYSTEMS-TECHNOLOGY

- **Proven drilling fluid systems designed to enhance wellsite performance**
  - Evolution® high-performance, water-based technology for global applications
  - Fusion™ brine fluid system creates a unique enhancement for shale basins
  - Kronos™ deepwater drilling fluid systems offers operators a consistent fluid across a wide temperature and pressure spectrum
- **Fluids Development**
  - Driving continued advancements in technology, bringing new chemistries to enhance drilling efficiencies in challenging environments

FLUIDS SYSTEMS – NORTH AMERICA



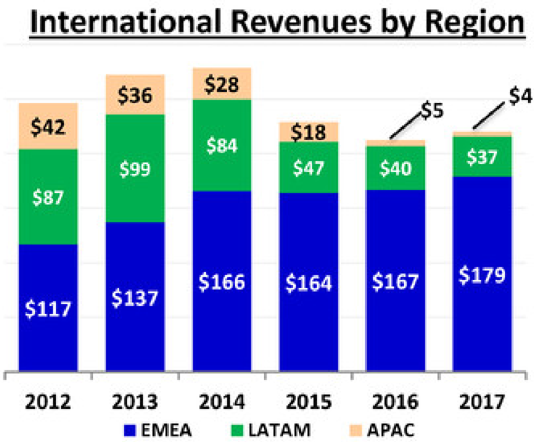


(1) Source: BHI and company data

- **Revenues impacted by lower drilling activity levels which remain nearly 50% below pre-downturn levels**
- **Service quality, operational focus and organizational alignment driving share gains in the market**
- **Currently hold #2 market share position in U.S. land***
- **Focused on expanding presence in GOM**
  - Shorebase facility fully operational

*Source: Kimberlite International Oilfield Research, June 2017

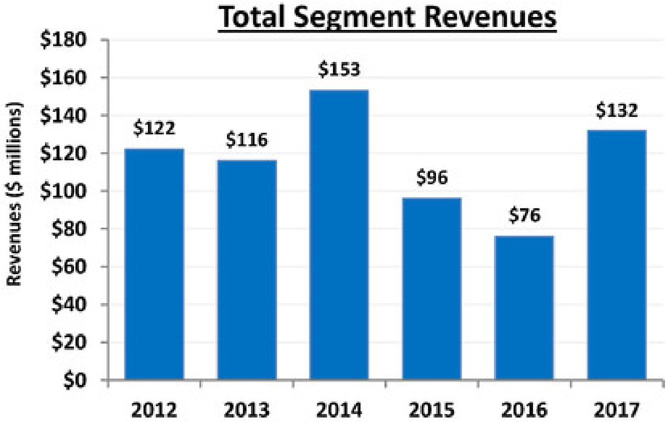
FLUIDS SYSTEMS – INTERNATIONAL

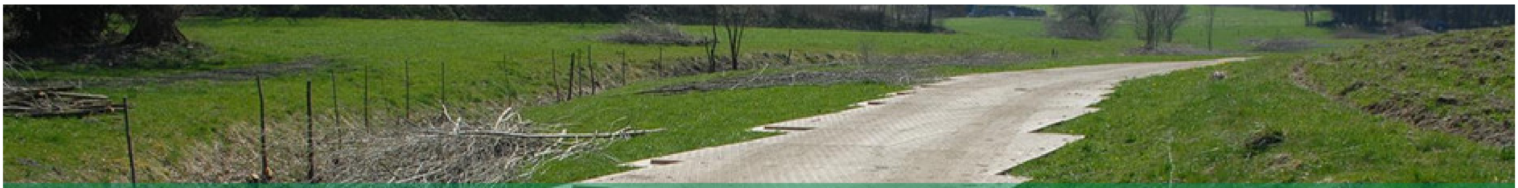


- **International presence remains key to our strategy**
- **More stable than NAM, through the industry cycles**
  - Longer term contracts
  - Largely IOC's/NOC's
  - Fewer competitors
- **Key contract awards have driven steady growth in EMEA**
  - Kuwait (KOC)
  - Algeria (Sonatrach)
  - Republic of Congo (ENI)
  - Albania (Shell)
  - Chile (ENAP)
  - India (Cairn)
- **Contract award starting Q1 2018 (APAC)**
  - Offshore Australia (partnering with Baker Hughes)

MATS & INTEGRATED SERVICES - OVERVIEW

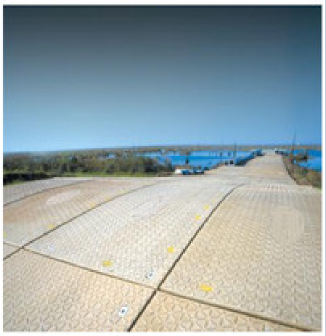
- **Leading provider of engineered worksite solutions**
  - Established core rental business in NAM exploration market, where mats reduce operator's costs and improve environmental protection during drilling and completion phase
  - Capitalizing on strong market position to expand into non-exploration end markets
- **Patented technology, service capability and size of composite mat rental fleet provide competitive advantage**
  - Recent completion of R&D Center is critical to drive innovation and expansion of product offering
- **Revenues include rentals/service and sale of composite mats**



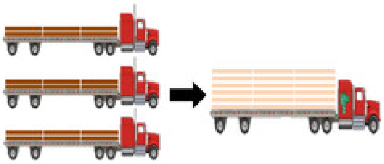


MATS - COMPETITIVE ADVANTAGES ACROSS INDUSTRIES

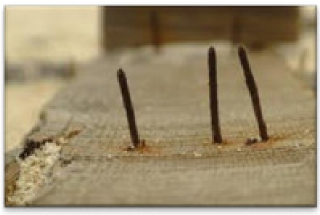
Superior Quality

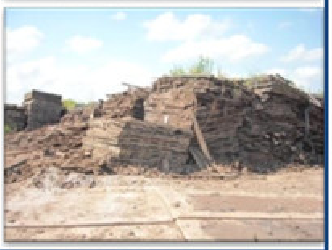


Transportation, Install & Remediation Efficiency

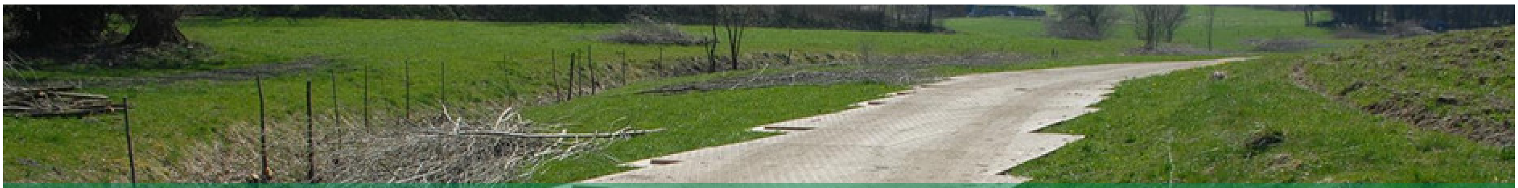


Enhanced EH&S Attributes



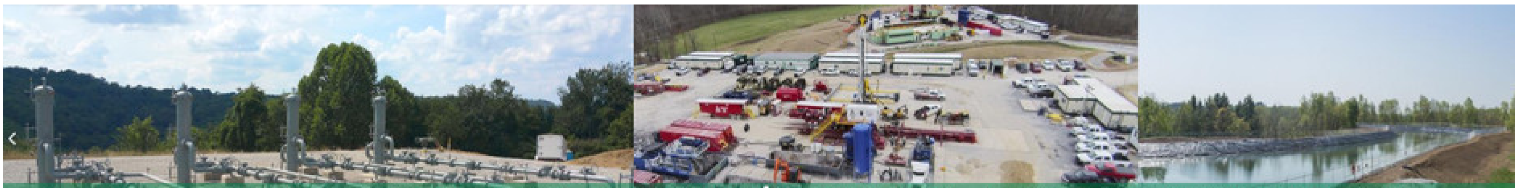


Scale & Responsiveness



MATS – ACCELERATING DIVERSIFICATION

- **Diversifying beyond the wellsite**
  - Accelerate penetration of non-exploration markets, both domestically and internationally
    - Larger addressable market
    - Similar value drivers as exploration market
  - Innovate and commercialize differentiated system enhancements, including EPZ Grounding System™ for the utility industry



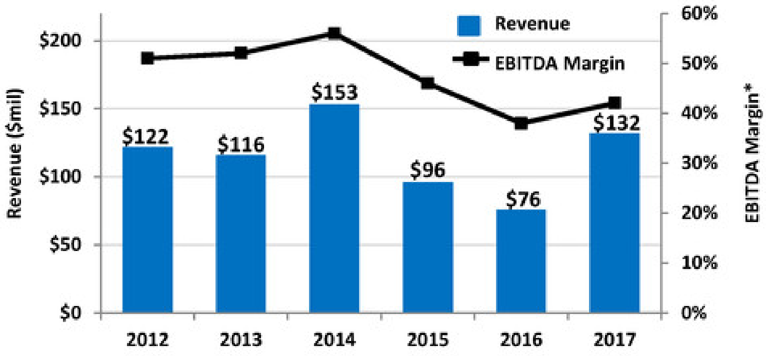
MATS – WELL SERVICE GROUP/UTILITY ACCESS SOLUTION ACQUISITION

- **Completed November 2017**
  - Contributed $9m of revenue in 2017
- **WSG served as strategic logistics and installation service partner since 2012**
- **Expands complementary service offering, creating natural bundles with matting systems**
- **Enhances mats geographical presence throughout Northeast, Midwest, Rockies and West Texas**
- **Provides expanded capabilities to support growth efforts across end-user markets**

MATS – DIVERSIFICATION IS KEY TO EARNINGS STABILITY

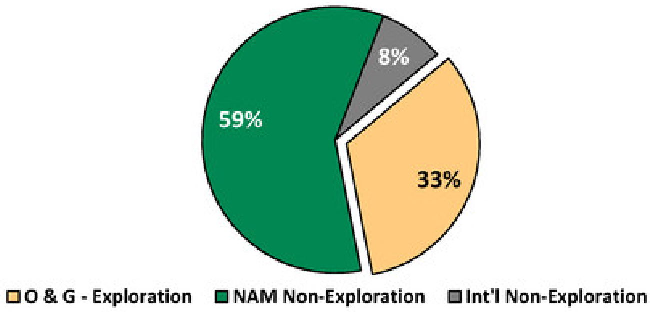
- **Following historic collapse of O&G activity in 2015, expansion of business outside of NAM exploration accelerated**
- **Geographic and end-user market diversification was key to maintaining profitability through the cycle**
- **Majority of revenue now derived from non-exploration markets, providing stability during E&P market volatility**
- **Significant opportunity for expansion remains**
  - Capitalize on NAM exploration recovery
  - Build upon position in utilities and pipeline, where a high volume of infrastructure projects are planned for upcoming years

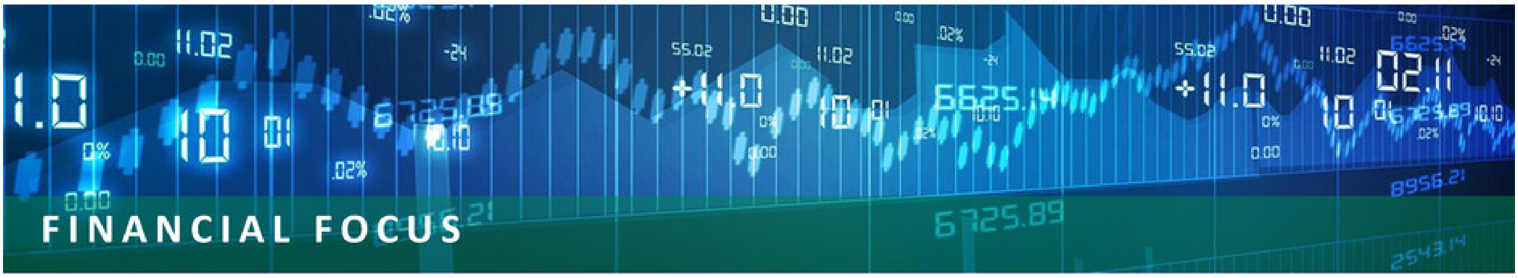
Segment Revenue and EBITDA Margin



* EBITDA and EBITDA margin are non-GAAP financial measures. See reconciliation to the most comparable GAAP measure in the Appendix to this presentation.

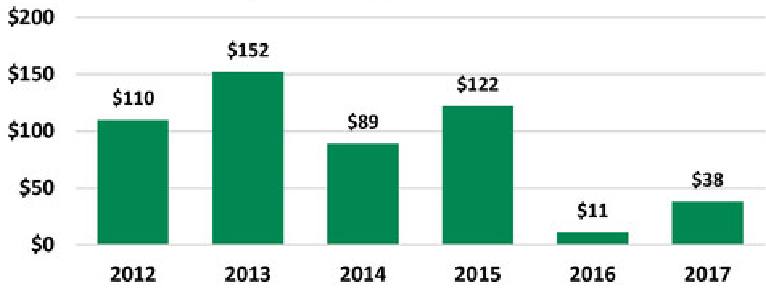
2017 Revenues by Market



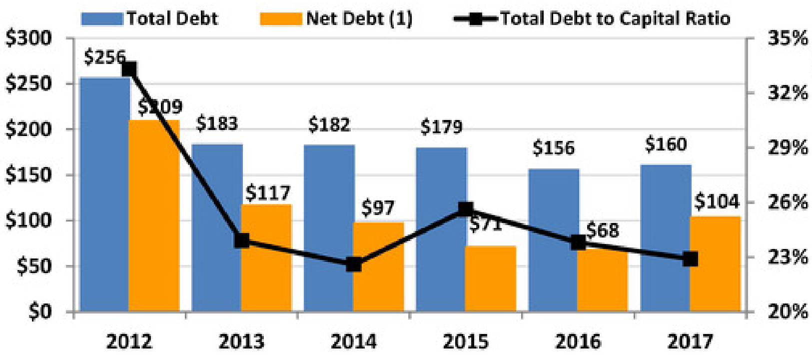


FINANCIAL FOCUS

Operating Cash Flow



Capital Structure



(1) Net Debt is a non-GAAP financial measure. See reconciliation to the most comparable GAAP measure in the Appendix to this presentation.

- **Generated positive operating cash flow through the cycle**
- **Debt level remains modest**
- **Short-Term Focus**
  - Pursue repatriation of available foreign cash following U.S. tax reform
  - Continuing efforts to optimize working capital
  - Limit capital investments beyond strategic projects
- **Long-term strategic focus**
  - Continue strategic investments in fluids
    - IOC/deepwater penetration
    - Expand product offering to leverage global footprint
  - Aggressively pursue non-E&P market expansion in mats

APPENDIX

NEWPARK

CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)

(In thousands, except per share data)	Three Months Ended December 31, 2017	Three Months Ended September 30, 2017	Three Months Ended December 31, 2016	Twelve months ended December 31, 2017	Twelve months ended December 31, 2016
Revenues	$ 204,389	$ 201,663	$ 137,083	$ 747,763	$ 471,496
Cost of revenues	165,291	164,587	124,167	607,899	437,836
Selling, general and administrative expenses	29,541	27,270	21,810	108,838	88,473
Other operating income, net	(283)	(76)	(516)	(410)	(4,345)
Impairments and other charges	—	—	(180)	—	6,745
Operating income (loss)	9,840	9,882	(8,198)	31,436	(57,213)
Foreign currency exchange (gain) loss	951	174	(270)	2,051	(710)
Interest expense, net	3,028	3,586	2,636	13,273	9,866
Gain on extinguishment of debt	—	—	279	—	(1,615)
Income (loss) from continuing operations before income taxes	5,861	6,122	(10,843)	16,112	(64,754)
Provision (benefit) for income taxes	(2,056)	3,469	(10,786)	4,893	(24,042)
Income (loss) from continuing operations	$ 7,917	$ 2,653	$ (57)	$ 11,219	$ (40,712)
Loss from disposal of discontinued operations, net of tax	$ (17,367)	$ —	$ —	$ (17,367)	$ —
Net income (loss)	$ (9,450)	$ 2,653	$ (57)	$ (6,148)	$ (40,712)
Calculation of EPS:					
Basic - Income (loss) from continuing operations	$ 7,917	2,653	(57)	$ 11,219	$ (40,712)
Assumed conversions of Convertible Notes due 2017	—	—	—	—	—
Diluted - Income (loss) from continuing operations	$ 7,917	$ 2,653	$ (57)	$ 11,219	$ (40,712)
Basic - weighted average common shares outstanding	87,414	85,426	84,066	85,421	83,697
Dilutive effect of stock options and restricted stock	2,580	2,251	—	2,554	—
Dilutive effect of 2017 Convertible Notes	—	—	—	—	—
Dilutive effect of 2021 Convertible Notes	—	—	—	—	—
Diluted - weighted average common shares outstanding	89,994	87,677	84,066	87,975	83,697
Diluted - Income (loss) per common share:					
Income (loss) from continuing operations	$ 0.09	$ 0.03	$ —	$ 0.13	$ (0.49)
Loss from discontinued operations	$ (0.20)	$ —	$ —	(0.20)	$ —
Net income (loss)	$ (0.11)	$ 0.03	$ —	$ (0.07)	$ (0.49)

Note: For all periods presented, we excluded the assumed conversion of the Convertible Notes in calculating diluted earnings per share as the effect was anti-dilutive.

NEWPARK

OPERATING SEGMENT RESULTS (UNAUDITED)

	Three Months Ended			Twelve Months Ended	
(In thousands)	December 31, 2017	September 30, 2017	December 31, 2016	December 31, 2017	December 31, 2016
Revenues					
Fluids systems	$ 162,404	$ 166,726	$ 111,560	$ 615,803	$ 395,461
Mats and integrated services	41,985	34,937	25,523	131,960	76,035
Total revenues	$ 204,389	$ 201,663	$ 137,083	$ 747,763	$ 471,496
Operating income (loss)					
Fluids systems (1)	$ 7,435	$ 7,930	$ (7,505)	$ 27,580	$ (43,631)
Mats and integrated services	11,729	10,941	6,134	40,491	14,741
Corporate office	(9,324)	(8,989)	(6,827)	(36,635)	(28,323)
Operating income (loss)	$ 9,840	$ 9,882	$ (8,198)	$ 31,436	$ (57,213)
Segment operating margin					
Fluids systems	4.6%	4.8%	(6.7%)	4.5%	(11.0%)
Mats and integrated services	27.9%	31.3%	24.0%	30.7%	19.4%

NEWPARK

CONSOLIDATED BALANCE SHEETS (UNAUDITED)

(In thousands, except share data)	December 31, 2017	December 31, 2016
ASSETS		
Cash and cash equivalents	$ 56,352	$ 87,878
Receivables, net	265,866	214,307
Inventories	165,336	143,612
Prepaid expenses and other current assets	17,483	17,143
Total current assets	505,037	462,940
Property, plant and equipment, net	315,320	303,654
Goodwill	43,620	19,995
Other intangible assets, net	30,004	6,067
Deferred tax assets	4,753	1,747
Other assets	3,982	3,780
Total assets	$ 902,716	$ 798,183
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current debt	$ 1,518	$ 83,368
Accounts payable	88,648	65,281
Accrued liabilities	68,248	31,152
Total current liabilities	158,414	179,801
Long-term debt, less current portion	158,957	72,900
Deferred tax liabilities	31,580	38,743
Other noncurrent liabilities	6,285	6,196
Total liabilities	355,236	297,640
Common stock, $0.01 par value, 200,000,000 shares authorized and 104,571,839 and 99,843,094 shares issued, respectively	1,046	998
Paid-in capital	603,849	558,966
Accumulated other comprehensive loss	(53,219)	(63,208)
Retained earnings	123,375	129,873
Treasury stock, at cost; 15,366,504 and 15,162,050 shares, respectively	(127,571)	(126,086)
Total stockholders' equity	547,480	500,543
Total liabilities and stockholders' equity	$ 902,716	$ 798,183

CONSOLIDATED STATEMENTS OF CASH FLOW (UNAUDITED)

(In thousands)	Twelve months ended December 31, 2017	2016
Cash flows from operating activities:		
Net loss	$ (6,148)	$ (40,712)
Adjustments to reconcile net loss to net cash provided by operations:		
Impairments and other non-cash charges	—	12,523
Depreciation and amortization	39,757	37,955
Stock-based compensation expense	10,843	12,056
Provision for deferred income taxes	(10,350)	3,352
Net provision for doubtful accounts	1,481	2,416
Loss on sale of a business	21,983	—
Gain on sale of assets	(5,478)	(2,820)
Gain on extinguishment of debt	—	(1,615)
Amortization of original issue discount and debt issuance costs	5,345	1,618
Change in assets and liabilities:		
(Increase) decrease in receivables	(73,722)	(1,699)
(Increase) decrease in inventories	(15,097)	16,044
(Increase) decrease in other assets	986	1,708
Increase (decrease) in accounts payable	14,153	(5,213)
Increase (decrease) in accrued liabilities and other	54,628	(24,518)
Net cash provided by operating activities	38,381	11,095
Cash flows from investing activities:		
Capital expenditures	(31,371)	(38,440)
Proceeds from sale of property, plant and equipment	7,747	4,540
Business acquisitions, net of cash acquired	(44,750)	(4,420)
Net cash used in investing activities	(68,374)	(38,320)
Cash flows from financing activities:		
Borrowings on lines of credit	176,267	6,437
Payments on lines of credit	(93,700)	(14,269)
Proceeds from 2021 Convertible Notes	—	100,000
Purchases of 2017 Convertible Notes	—	(87,271)
Payment on 2017 Convertible Notes	(83,252)	—
Debt issuance costs	(955)	(5,403)
Other financing activities	165	357
Proceeds from employee stock plans	2,424	725
Purchases of treasury stock	(3,239)	(1,226)
Net cash used in financing activities	(2,290)	(650)
Effect of exchange rate changes on cash	2,444	(1,449)
Net increase (decrease) in cash, cash equivalents, and restricted cash	(29,839)	(29,324)
Cash, cash equivalents, and restricted cash at beginning of year (1)	95,299	124,623
Cash, cash equivalents, and restricted cash at end of year (1)	$ 65,460	$ 95,299

(1) In addition to cash and cash equivalents reflected on the consolidated balance sheet, balances in the consolidated statements of cash flows include restricted cash of $9.1 million, $7.4 million and $17.5 million at December 31, 2017, 2016, and 2015, respectively.

NEWPARK

NON-GAAP FINANCIAL MEASURES (UNAUDITED)

To help understand the Company's financial performance, the Company has supplemented its financial results that it provides in accordance with generally accepted accounting principles ("GAAP") with non-GAAP financial measures. Such financial measures include earnings before interest, taxes, depreciation and amortization ("EBITDA"), EBITDA Margin, Net Debt and the Ratio of Net Debt to Capital.

We believe these non-GAAP financial measures are frequently used by investors, securities analysts and other parties in the evaluation of our performance and/or that of other companies in our industry. In addition, management uses these measures to evaluate operating performance, and our incentive compensation plan measures performance based on our consolidated EBITDA, along with other factors. The methods we use to produce these non-GAAP financial measures may differ from methods used by other companies. These measures should be considered in addition to, not as a substitute for, financial measures prepared in accordance with GAAP.

Consolidated	**Twelve Months Ended December 31,**					
(In thousands)	**2012**	**2013**	**2014**	**2015**	**2016**	**2017**
Net income (loss) (GAAP) (1)	$ 60,032	$ 65,323	$ 102,278	$ (90,828)	$ (40,712)	$ (6,148)
(Gain) loss from disposal of discontinued operations, net of tax	-	-	(22,117)	-	-	17,367
(Income) from discontinued operations, net of tax	(9,579)	(12,701)	(1,152)	-	-	-
Interest expense, net	9,727	11,279	10,431	9,111	9,866	13,273
Provision (benefit) for income taxes	31,346	28,725	41,048	(21,398)	(24,042)	4,893
Depreciation and amortization	28,946	39,764	41,175	43,917	37,955	39,757
EBITDA (non-GAAP) (1)	$ 120,472	$ 132,390	$ 171,663	$ (59,198)	$ (16,933)	$ 69,142

(1) 2015 net loss and EBITDA included $88.7 million of pre-tax charges associated with goodwill and other asset impairments, workforce reductions and estimated resolution of wage and hour litigation. 2016 net loss and EBITDA included $13.8 million of net pre-tax charges associated with asset impairments and workforce reductions partially offset by gains for extinguishment of debt and adjustment for settlement of wage and hour litigation.

NEWPARK

NON-GAAP FINANCIAL MEASURES (UNAUDITED)

Fluids Systems	Twelve Months Ended December 31,					
(In thousands)	2012	2013	2014	2015	2016	2017
Operating income (loss) (GAAP) (2)	$ 59,987	$ 72,604	$ 95,600	$ (86,770)	$ (43,631)	$ 27,580
Depreciation and amortization	18,419	26,679	22,934	22,108	20,746	21,566
EBITDA (non-GAAP) (2)	$ 78,406	$ 99,283	$ 118,534	$ (64,662)	$ (22,885)	$ 49,146
Revenues	$ 861,670	$ 926,392	$ 965,049	$ 581,136	$ 395,461	$ 615,803
Operating Margin (GAAP)	7.0%	7.8%	9.9%	-14.9%	-11.0%	4.5%
EBITDA Margin (non-GAAP)	9.1%	10.7%	12.3%	-11.1%	-5.8%	8.0%

Mats and Integrated Services	Twelve Months Ended December 31,					
(In thousands)	2012	2013	2014	2015	2016	2017
Operating income (loss) (GAAP) (3)	$ 54,251	$ 49,394	$ 70,526	$ 24,949	$ 14,741	$ 40,491
Depreciation and amortization	7,952	10,501	15,507	18,869	14,227	14,991
EBITDA (non-GAAP) (3)	$ 62,203	$ 59,895	$ 86,033	$ 43,818	$ 28,968	$ 55,482
Revenues	$ 122,283	$ 115,964	$ 153,367	$ 95,729	$ 76,035	$ 131,960
Operating Margin (GAAP)	44.4%	42.6%	46.0%	26.1%	19.4%	30.7%
EBITDA Margin (non-GAAP)	50.9%	51.6%	56.1%	45.8%	38.1%	42.0%

(2) 2015 Fluids Systems operating results and EBITDA included $82.7 million of pre-tax charges associated with goodwill and other asset impairments and workforce reductions. 2016 Fluids Systems operating results and EBITDA included $15.6 million of pre-tax charges associated with asset impairments and workforce reductions.

(3) 2015 Mats and Integrated Services operating results and EBITDA included $0.7 million of pre-tax charges associated with workforce reductions. 2016 Mats and Integrated Services operating results and EBITDA included $0.3 million of pre-tax charges associated with workforce reductions.

NON-GAAP FINANCIAL MEASURES (UNAUDITED)

The following table reconciles the Company's ratio of total debt to capital calculated in accordance with GAAP to the non-GAAP financial measure of the Company's ratio of net debt to capital:

Consolidated	Twelve Months Ended December 31,					
(In thousands)	2012	2013	2014	2015	2016	2017
Current debt	$ 2,599	$ 12,867	$ 11,648	$ 7,382	$ 83,368	$ 1,518
Long-term debt, less current portion	253,315	170,009	170,462	171,211	72,900	158,957
Total Debt	255,914	182,876	182,110	178,593	156,268	160,475
Total stockholders' equity	513,578	581,054	625,458	520,259	500,543	547,480
Total Capital	$ 769,492	$ 763,930	$ 807,568	$ 698,852	$ 656,811	$ 707,955
Ratio of Total Debt to Capital	33.3%	23.9%	22.6%	25.6%	23.8%	22.7%
Total Debt	$ 255,914	$ 182,876	$ 182,110	$ 178,593	$ 156,268	$ 160,475
Less: cash and cash equivalents	(46,846)	(65,840)	(85,052)	(107,138)	(87,878)	(56,352)
Net Debt	209,068	117,036	97,058	71,455	68,390	104,123
Total stockholders' equity	513,578	581,054	625,458	520,259	500,543	547,480
Total Capital, Net of Cash	$ 722,646	$ 698,090	$ 722,516	$ 591,714	$ 568,933	$ 651,603
Ratio of Net Debt to Capital	28.9%	16.8%	13.4%	12.1%	12.0%	16.0%

EXPERIENCED LEADERSHIP

• **Paul Howes**	President & CEO
• **Gregg Piontek**	Vice President & CFO
• **Mark Airola**	SVP, GC & Admin Officer
• **Phil Vollands**	President *Fluids Systems*
• **Bruce Smith**	Chief Technology Officer *Fluids Systems*
• **Matthew Lanigan**	President *Mats & Integrated Services*
• **Ida Ashley**	Vice President, Human Resources

MANAGEMENT BIOGRAPHIES

Paul L. Howes, President & CEO: Paul L. Howes joined our Board of Directors and was appointed as our Chief Executive Officer in March 2006. In June 2006, Mr. Howes was also appointed as our President. Mr. Howes' career has included experience in the defense industry, chemicals and plastics manufacturing, and the packaging industry. Following the sale of his former company in October 2005 until he joined our Board of Directors in March 2006, Mr. Howes was working privately as an inventor and engaging in consulting and private investing activities. 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.

Mr. Howes is also actively engaged in energy industry trade associations. He currently holds the Chairman position on the General Membership Committee for the American Petroleum Institute (API); and, is a contributing member to the API Board of Directors and Executive Committee. Additionally, he is a member of the Board of Directors of the National Ocean Industries Association (NOIA).

Gregg S. Piontek, VP & CFO: Gregg 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. 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 financials 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. Prior to joining Newpark, 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

Phillip T. Vollands, President, Fluids Systems: Phil joined Newpark in October 2013 as President, North America Fluids Systems and became President, Western Hemisphere in 2016. Prior to Newpark, he was Vice President, Tubular Running Services for Weatherford International from 2010 to 2013. Previously, from 1997 to 2010, he served in a variety of sales and operational roles of increasing responsibility for National Oilwell Varco including VP Power Generation Division and VP Global Strategic Accounts. Phil started his oilfield career as a wireline logging engineer working primarily in the North Sea. He brings over 25 years of global oilfield service experience that span multiple disciplines with a strong track record in driving profitable growth across the globe. Phil holds a BA in Engineering Science from Oxford University and MA (Oxon).

Bruce C. Smith, Chief Technology Officer, Fluids Systems: Bruce has been in the drilling fluids industry since 1973 and has held many technical, operational and leadership positions during this 35 year period. Bruce joined Newpark in April 1998 as Vice President International and served as President of Newpark Drilling Fluids from October 2000 – June 2017. Prior to joining Newpark, Mr. Smith was the Managing Director of the UK operations of M-I SWACO.

Matthew Lanigan, President Mats and Integrated Services: Matthew joined Newpark in April 2016, as President of Newpark Mats & Integrated Services. Matthew began his professional career at ExxonMobil in Australia working on rigs as a Drilling & Completions Engineer, progressing from there to Offshore Production Engineer and as a Marketer for Crude & LPG. While pursuing his MBA, he accepted a position with GE in the Plastics division where he rose to the role of Chief Marketing Officer before transferring to the Capital division of GE, based in the UK. His first opportunity to work in the United States came with the Enterprise Client Group of GE's Capital division, where he worked in leadership roles in Sales & Marketing. In 2011, he was appointed as the Director of Commercial Excellence for Asia Pacific, based in Australia. In addition to growing revenue and market share, key responsibilities for this role included developing cross-organizational synergies and market entry strategies.

Ida Ashley, VP, Human Resources: Ida joined Newpark in March 2015 as Vice President, Human Resources. Ida has over 20 years of experience in Human Resources, 17 of which were specific to Oilfield Services where she specialized in Employee Relations, Mergers & Acquisitions and International HR programs. Ida has worked in a variety of HR leadership roles in Smith International, M-I SWACO and Schlumberger. Her role prior to joining Newpark was VP of HR, North America in Schlumberger. Originating from Smith International, she had the unique opportunity to lead the HR integration project team during the Schlumberger/Smith merger from August 2010 – December 2012. Ida earned her Masters of Science in Human Resources from Houston Baptist University in 2000 and her Bachelors of Arts in Modern Languages from Texas A&M in 1991.

BOARD OF DIRECTORS

Our Board members represent a desirable mix of diverse backgrounds, skills and experiences and we believe they all share the personal attributes of effective directors. They each hold themselves to the highest standards of integrity and are committed to the long-term interests of our stockholders.

DAVID C. ANDERSON *Chairman of the Board*	Chief Executive Officer, Anderson Partners Former President and Chief Operating Officer, Heidrick & Struggles
ANTHONY J. BEST	Retired Chief Executive Officer, SM Energy Company
G. STEPHEN FINLEY	Retired Senior V.P. and Chief Financial Officer, Baker Hughes Incorporated
PAUL L. HOWES	President and Chief Executive Officer, Newpark Resources
RODERICK A. LARSON	President and Chief Executive Officer, Oceaneering International, Inc.
JOHN C. MINGÉ	Chairman and President, BP America
ROSE M. ROBESON	Retired VP and CFO, general partner of DCP Midstream Partners LP
GARY L. WARREN	Retired Senior Vice President, Weatherford

Please visit our website for full biographies of our Board.

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CLEANS YOUR BIGGEST JOBS IN HOURS, NOT DAYS

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DURA-BASE® DEFENDER™
THE LINER-LESS SPILL CONTAINMENT SYSTEM™
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