
**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): December 2, 2008

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.)
2700 Research Forest Drive, Suite 100 The Woodlands, TX (Address of Principal Executive Offices)		77381 (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 240.13e-4(c))
-
-

Item 7.01 Regulation FD Disclosure.

On December 2, 2008 Paul L. Howes, President and Chief Executive Officer and James E. Braun, Vice President and Chief Financial Officer of Newpark Resources, Inc. ("Newpark"), presented the information furnished in Exhibit 99.1 to this report at the Oppenheimer Oil Services and Equipment Conference. Exhibit 99.1 is incorporated in this Item 7.01 by reference. The presentation materials will also be posted in the Investor Information section of Newpark's website, <http://www.newpark.com> for 90 days after the event.

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 Newpark 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. Newpark does not undertake to update the information as posted on its website; however, it may post additional information included in future press releases and Forms 8-K, as well as posting its periodic Exchange Act reports.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Presentation at the Oppenheimer Oil Services and Equipment Conference.

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: December 2, 2008

By: /s/ James E. Braun
James E. Braun, Vice President
and Chief Financial Officer
(Principal Financial Officer)

EXHIBIT INDEX

Exhibit No.
99.1

Description
Presentation at the Oppenheimer Oil Services and Equipment Conference.



Leadership
Focus
Growth

Newpark

Newpark Resources, Inc.

December 2008



Forward-Looking Statements

This news release 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 financial results are forward-looking statements. Some of the forward-looking statements may be identified by words like "expects," "anticipates," "plans," "intends," "projects," "indicates," and similar expressions. These statements are not guarantees of future performance and involve a number of risks, uncertainties and assumptions. 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, 2007, as well as others, could cause results to differ materially from those stated. These factors include, but are not limited to, the instability and effect of the credit and capital markets on the economy in general and the oil and gas industry in particular, the access to the credit markets by both Newpark and Newpark's customers, the outlook for drilling activity in North America and the rest of the world, the investigation of the certain accounting matters by the Securities and Exchange Commission; changes in the laws, regulations, policies and economic conditions, including inflation, interest and foreign currency exchange rates, of countries in which Newpark does business; competitive pressures; successful integration of structural changes, including restructuring plans, acquisitions, divestitures and alliances; cost of raw materials, research and development of new products, including regulatory approval and market acceptance; and seasonality of sales of Newpark products. Newpark's filings with the Securities and Exchange Commission can be obtained at no charge at www.sec.gov, as well as through our website at www.newpark.com.

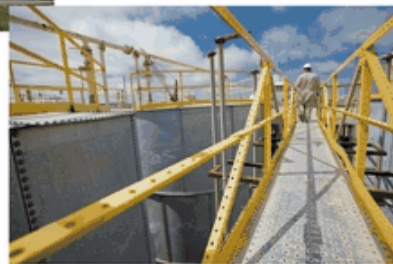


Company Overview

- **Specialized provider of:**
 - Fluids Systems and Engineering
 - Well Site Construction Services
 - Environmental Services

- **Customers:**
 - Oil and Gas Industry

- **Key geographic markets:**
 - North America
 - North Africa
 - Eastern Europe
 - South America

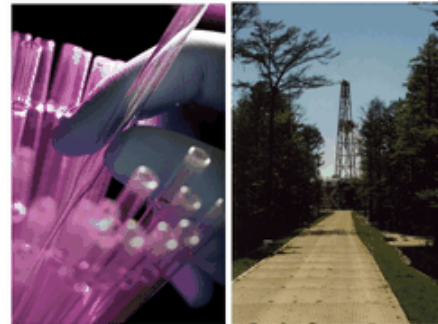


NYSE: NR



Mission & Vision

- Leadership, focus, growth
- Achieve best-in-class competitive positioning and performance in each business line
- Position for long-term growth through disciplined approach to strategic investments
- Build a strong reputation with investors by delivering consistent performance to realize the inherent value of our services





Experienced Leadership

- Paul Howes, President & CEO
- Jim Braun, VP & CFO
- Mark Airola, GC & Admin Officer
- Bruce Smith, President
Fluids Systems and Engineering
- Bill Moss, President
Mats and Integrated Services
- Tom Eisenman, President
Excalibar Minerals LLC
- Sammy Cooper, President
Environmental Services





Overall Growth Strategy

- **Grow Fluids Systems and Engineering**
 - Organically / Acquisitions / Domestically / Internationally

- **Expand scope and geographic position in Well Site Construction Services**
 - Acquired SEM Construction, based in Western Colorado

- **Maintain Environmental Services leadership position**
 - Sale to CCS terminated
 - Invest prudently to maintain cash flow



Fluids Systems and Engineering Strategy

- **Core business line – about 85% of revenues**
- **Technologically advanced & unique fluid systems**
 - DeepDrill[®], FlexDrill, DeepDrill II and family of specialized water-based products have performance applications for off-shore deepwater and shelf, as well as land based drilling
- **Opportunity to increase market share in a growing market**
 - Newpark is ranked 4th in both domestic & global drilling fluids²
 - 15% U.S.market share¹
 - 7% global market share²
- **Organic and acquisition growth**
 - Continued penetration of large integrated oil companies and NOC's
 - Continued investments in technology
 - Targeted acquisitions

¹ Source: Company estimate

² Source: Spears & Associates, Inc.



Fluids Systems and Engineering Scope of Operations

North America Stronghold

- Serves major North America basins; well-positioned to expand
- Growing market share vis-a-vis other players
- Approximately 20% share of North American markets served, up from 16% in 2006¹
- Substantial service facilities network
- New contracts in Rockies and Gulf Coast with independents and in GOM deepwater with IOC

¹ Source: Company estimate

* 9 months annualized

NYSE: NR

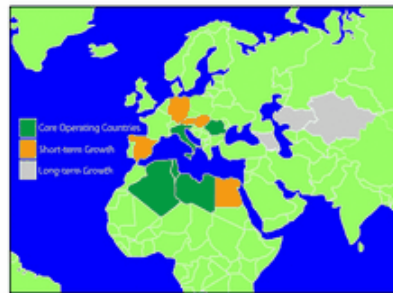
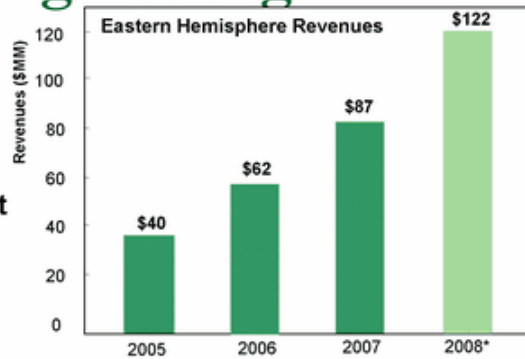




Fluids Systems and Engineering

Scope of Operations Expanding Internationally

- Aggressive international expansion
- Increased drilling activity leading market share gains in Eastern Hemisphere
- Targeted growth markets
 - Core: Italy, Algeria, Libya & Tunisia
 - Growth opportunities: Egypt, Romania, Hungary
- Recent “landmark” events
 - Nearing completion of 3rd well in Black Sea
 - Offshore work in Libya with NOC
 - Offshore contracts in Brazil



* 9 months annualized

NYSE: NR



Brazilian Market Expansion

- Newly constructed Brazilian fluids plant, operational in September 2008
- Leveraging assets to build presence in Brazilian markets
- Offshore contract with Petrobras valued at approximately 350 million Brazilian Real
- Expect formal signing of Petrobras contract in fourth quarter 2008
- First offshore deepwater shipment in Q3 2008 under contract with IOC
- Brazilian revenues were \$8.5 million year-to-date 2008 compared to \$600,000 in all of 2007

* Locations: Rio de Janeiro, Macae





Well Site Construction Services

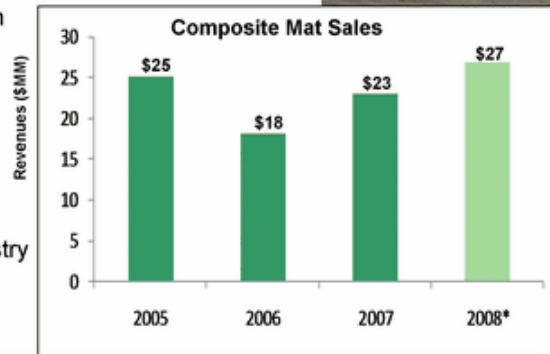
Well Site Services

- **Leverage existing customer relationships**
 - Advantage of often being first service provider "on site"
 - Expand product and service offerings in the well site preparation market
- **Expansion and diversification**
 - Growth opportunities beyond Gulf Coast region
 - Colorado acquisition
 - Maximize rental versus sales mix



Composite Mat Sales

- **Improve returns**
 - Expand beyond E&P Sector
 - Redeployed mats to U.K. for use in utility industry



* 9 months annualized

NYSE: NR



Environmental Services

- **Processes and disposes of E&P waste generated by customers**
 - Non-hazardous oilfield
 - Naturally occurring radioactive waste
 - Industrial waste
- **Leading market position in U.S. Gulf Coast**
 - Use low pressure injection techniques
 - Waste disposed into unique geological structures underground
- **Projected annual revenues of approx. \$60 million and operating margin of 15%**



NYSE: NR



Solid Capital Structure

- Strong cash flow has allowed \$48 million debt reduction over last two years
- Includes \$15 million share repurchases
- No significant near-term debt maturities: \$10 million per year next four years

Capital Structure – Sept. 30, 2008

\$ in millions	
Revolver	\$ 113.0
Term Loan	50.0
Other	10.3
Total Debt	173.3
Equity	379.6
Total Capitalization	\$ 552.9
Debt/Capitalization	31.3%



NYSE: NR



Third Quarter 2008 Highlights

- Record total revenues of \$212 million, up 38% from Q3 07 and 9% from Q2 08
- Income from continuing operations up 53% YOY to \$0.13 per diluted share
- Improvements in all regions due to higher activity levels, market share gains and some pricing improvement
- New contracts and deepwater opportunities in Brazil
- Fluid Systems & Engineering
 - Revenues up 45% YOY; U.S. revenues rose 43% due to market share gains and 11% higher rig activity; Eastern Hemisphere revenues rose 27%.
 - Brazilian operations contributed revenues of \$4.7 million in Q3 08
- Well Site Construction Services (“Mats”)
 - Revenues fell 5% YOY, but saw sequential improvement in Louisiana rig activity and related mat rental business.
 - Relocated 2,000 composite mats to U.K. to improve utilization and operating margins; mats currently under lease to U.K. utility industry



Investment Considerations

■ Leadership

- Management team with significant industry experience in place

■ Growth Initiatives

- Growing Fluids organically and through acquisitions
- Growing well site construction through additional products, services and geographic and industry mix

■ Driving results to maximize shareholder value

- Growth in revenues and EPS
- Maintaining maximum flexibility in uncertain market through strong cash generation and liquidity



**Leadership
Focus
Strategy**

Newpark

Thank you for your interest!



Leadership
Focus
Strategy

Newpark

Appendix

Newpark Resources, Inc.
Consolidated Statements of Operations

(Unaudited) (In thousands, except per share data)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2008	2007	2008	2007
Revenues	\$ 211,568	\$ 153,778	\$ 584,067	\$ 453,024
Cost of revenues	184,836	133,756	515,656	393,176
	26,732	20,022	68,411	59,848
General and administrative expenses	6,816	4,567	16,593	17,833
Operating income	19,916	15,455	51,818	42,015
Foreign currency exchange loss (gain)	36	(57)	133	(279)
Interest expense, net	2,499	3,950	8,375	12,182
Income from continuing operations before income taxes	17,381	11,562	43,310	30,112
Provision for income taxes	5,714	3,950	14,301	10,586
Income from continuing operations	11,667	7,612	29,009	19,526
(Loss) income from discontinued operations, net of tax	(1,249)	(229)	2,762	2,563
Loss from disposal of discontinued operations, net of tax	-	-	-	(2,173)
Net income	\$ 10,418	\$ 7,383	\$ 31,771	\$ 19,916
Basic weighted average common shares outstanding	88,682	90,085	89,227	89,965
Diluted weighted average common shares outstanding	89,109	90,542	89,569	90,503
Income per common share (basic and diluted):				
Income from continuing operations	\$ 0.13	\$ 0.08	\$ 0.32	\$ 0.22
(Loss) income from discontinued operations	(0.01)	-	0.03	-
Net income per common share	\$ 0.12	\$ 0.08	\$ 0.35	\$ 0.22

NYSE: NR



Newpark Resources, Inc. Consolidated Balance Sheets

(In thousands, except share data)	September 30, 2008 (Unaudited)	December 31, 2007
ASSETS		
Cash and cash equivalents	\$ 10,888	\$ 5,741
Receivables, net	186,628	141,949
Inventories	121,226	120,202
Deferred tax asset	23,359	28,439
Prepaid expenses and other current assets	13,586	12,131
Assets of discontinued operations	80,556	86,628
Total current assets	436,243	395,090
Property, plant and equipment, net	165,183	159,094
Goodwill	61,913	62,616
Deferred tax asset, net	383	408
Other intangible assets, net	16,425	18,474
Other assets	4,471	6,097
Total assets	<u>\$ 684,618</u>	<u>\$ 641,779</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Foreign bank lines of credit	\$ 9,234	\$ 7,297
Current maturities of long-term debt	10,397	11,565
Accounts payable	71,269	62,505
Accrued liabilities	31,787	20,367
Liabilities of discontinued operations	14,022	10,456
Total current liabilities	136,709	112,190
Long-term debt, less current portion	153,635	158,616
Deferred tax liability	10,977	5,923
Other noncurrent liabilities	3,697	4,386
Total liabilities	305,018	281,115
Common Stock, \$0.01 par value, 100,000,000 shares authorized 91,064,717 and 90,215,715 shares issued, respectively	910	902
Paid-in capital	455,856	450,319
Accumulated other comprehensive income	10,701	13,988
Retained deficit	(72,774)	(104,545)
Less treasury stock, at cost; 2,618,195 shares	(15,093)	-
Total stockholders' equity	379,600	360,664
Total Liabilities and Stockholders' Equity	<u>\$ 684,618</u>	<u>\$ 641,779</u>

NYSE: NR

**Newpark Resources, Inc.
 Operating Segment Results**

(Unaudited)	Three Months Ended		
(In thousands)	September 30, 2008	June 30, 2008	September 30, 2007
Segment revenues			
Fluids systems and engineering	\$ 188,975	\$ 169,128	\$ 129,986
Mats and integrated services	22,593	24,904	23,792
Total segment revenues	<u>\$ 211,568</u>	<u>\$ 194,032</u>	<u>\$ 153,778</u>
Segment operating income			
Fluids systems and engineering	\$ 25,601	\$ 18,104	\$ 15,467
Mats and integrated services	1,131	2,417	4,555
Total segment operating income	<u>\$ 26,732</u>	<u>\$ 20,521</u>	<u>\$ 20,022</u>
Segment operating margin			
Fluids systems and engineering	13.5%	10.7%	11.9%
Mats and integrated services	5.0%	9.7%	19.1%
Total segment operating margin	<u>12.6%</u>	<u>10.6%</u>	<u>13.0%</u>

NYSE: NR



Newpark Resources, Inc. Consolidated Statements of Cash Flows

Unaudited (in thousands)	Nine Months Ended	
	2008	September 30, 2007
Cash flows from operating activities:		
Net income	\$ 31,771	\$ 19,916
Adjustments to reconcile net income to net cash provided by operations:		
Net income from discontinued operations	(2,762)	(2,563)
Net loss on disposal of discontinued operations	-	2,173
Depreciation and amortization	18,283	14,835
Stock-based compensation expense	4,034	2,270
Provision for deferred income taxes	10,130	8,385
Provision for doubtful accounts	1,752	530
(Gain) loss on sale of assets	(345)	193
Change in assets and liabilities:		
(Increase) decrease in receivables	(49,170)	3,872
Increase in inventories	(7,038)	(1,340)
Increase in other assets	(3,871)	(3,994)
Increase in accounts payable	9,635	7,606
Increase (decrease) in accrued liabilities and other	10,901	(4,099)
Net operating activities of continuing operations	23,320	47,784
Net operating activities of discontinued operations	13,899	15,018
Net cash provided by operating activities	37,219	62,802
Cash flows from investing activities:		
Capital expenditures	(16,621)	(13,227)
Proceeds from sale of property, plant and equipment	522	888
Business acquisitions	-	(21,912)
Net investing activities of continuing operations	(16,099)	(34,251)
Net investing activities of discontinued operations	(551)	153
Net cash used in investing activities	(16,650)	(34,105)
Cash flows from financing activities:		
Net payments on lines of credit	(1,625)	(15,766)
Principal payments on notes payable and long-term debt	(2,116)	(20,806)
Proceeds from exercise of stock options and ESPP	1,897	2,016
Purchase of treasury stock	(15,093)	-
Net financing activities of continuing operations	(16,937)	(34,556)
Net financing activities of discontinued operations	(63)	(65)
Net cash used in financing activities	(17,000)	(34,601)
Effect of exchange rate changes	1,578	580
Net increase (decrease) in cash and cash equivalents	5,147	(5,324)
Cash and cash equivalents at beginning of year	5,741	12,736
Cash and cash equivalents at end of year	\$ 10,888	\$ 7,412

NYSE: NR



Fluids Systems and Engineering

Segment Revenues



* 9 months annualized



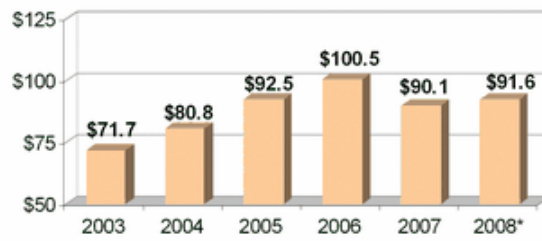
Fluids Systems and Engineering



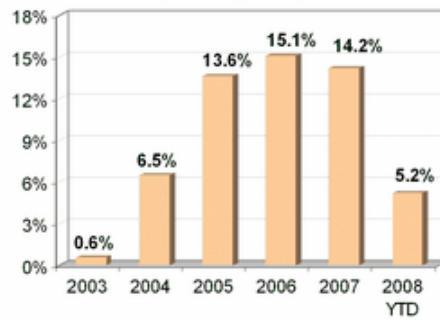


Well Site Construction Services

Segment Revenues



Operating Margins



NYSE: NR



Paul L. Howes, President & CEO: Paul joined Newpark's Board of Directors and was appointed its Chief Executive Officer in March 2006. In June 2006, Mr. Howes also was appointed as Newpark's President. Mr. Howes' career has included experience in the defense industry, chemicals and plastics manufacturing, and the packaging industry. 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.

James E. Braun, VP & CFO: Jim joined Newpark in October 2006 as its Vice President and Chief Financial Officer. Before joining Newpark, since 2002, Mr. Braun was Vice President, Finance, of Baker Oil Tools, one of the largest divisions of Baker Hughes Incorporated, a leading provider of drilling, formation evaluation, completion and production products and services to the worldwide oil and gas industry. From 1998 until 2002, Mr. Braun was Vice President, Finance and Administration, of Baker Petrolite, the oilfield specialty chemical business division of Baker Hughes Incorporated. Previously, he served as Vice President and Controller of Baker Hughes Incorporated, and he was with Deloitte & Touche prior to joining Baker Hughes Incorporated.

Mark J. Airola, GC & Admin Officer: Mark joined Newpark in October 2006 as its Vice President, General Counsel and Chief Administrative Officer. Mr. Airola has practiced law for 22 years, primarily with large, publicly traded companies. Most recently, 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.



Bruce C. Smith, President Fluids Systems and Engineering: Bruce joined Newpark in April 1998 as Vice President, International. Since October 2000, he has served as President of its subsidiary Newpark Drilling Fluids, L.P. Prior to joining Newpark, Mr. Smith was the Managing Director of the U.K. operations of M-I Swaco, a competitor of Newpark Drilling Fluids, where he was responsible for two business units, including their drilling fluids unit.

William D. Moss, President Mats & Integrated Services: Bill joined Newpark in June 2008 as President, Mats and Integrated Services. Before joining Newpark, Mr. Moss held management positions at BJ Services Company, most recently, since 1997, as Division President of BJ Chemical Services, a provider of production and industrial chemicals, remedial pumping and capillary services to US and international customers. He previously served as Director, Logistics, of BJ Services with responsibility for worldwide logistics organization. From 1988 to 1995 Moss was Vice-President, International Operations of Western Petroleum Services International and prior to that, he spent 10 years in numerous leadership positions at Western Company of North America.

Thomas E. Eisenman, President Excalibar Minerals LLC: Tom joined Newpark in August 1997 as President of Excalibar Minerals LLC, when Newpark purchased Excalibar Minerals Inc., an industrial minerals processing and marketing company founded by Mr. Eisenman in 1990. Prior to starting Excalibar Minerals he had served as Vice-President of Minerals at Milpark Drilling Fluids Inc., a division of Baker Hughes Inc. from 1986 thru 1990 and President of Eisenman Chemical Co. a wholesale chemical supplier with \$65 million in annual sales to the drilling service industry from 1979 thru 1986.



Samuel L. Cooper, President Environmental Services: Sammy joined Newpark in August 2005 as Vice President-Sales and in November 2005 became President of its subsidiary, Newpark Environmental Management Company, LLC. Prior to joining Newpark, from February 2002 to July 2005, he was at USFilter, a Siemens business that recovers, recycles and reuses lubricants and fluids, where he served as Southeast Regional Business Unit Manager then as Director of Operations of the Hydrocarbon Recovery group. From August 1998 through October 2001, he served as Senior Vice President and then as Regional Vice President of U.S. Liquids Inc., a provider of liquid waste management services.