

Smith Bruce Campbell
Form 4
June 05, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Smith Bruce Campbell

2. Issuer Name and Ticker or Trading Symbol
NEWPARK RESOURCES INC
[NR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/01/2018

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Exec Vice President & Chief

9320 LAKESIDE BOULEVARD, SUITE 100

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

THE WOODLANDS, TX 77381

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired or Disposed of (A) or (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|--|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 06/01/2018 | | M | 14,873 | A | \$ 0 | 284,743 | D |
| Common Stock | 06/01/2018 | | F | 3,621 (1) | D | \$ 10.85 | 281,122 | D |
| Common Stock | 06/01/2018 | | M | 13,333 | A | \$ 0 | 294,455 | D |
| Common Stock | 06/01/2018 | | F | 3,246 (1) | D | \$ 10.85 | 291,209 | D |
| Common Stock | 06/01/2018 | | M | 27,282 | A | \$ 0 | 318,491 | D |

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Common Stock 06/01/2018 F 8,814 (1) D \$ 10.85 309,677 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units | \$ 0 (2) | 06/01/2018 | | M | 14,873 | (3) (3) | Common Stock | 14,873 |
| Restricted Stock Units | \$ 0 (2) | 06/01/2018 | | M | 13,333 | (3) (3) | Common Stock | 13,333 |
| Restricted Stock Units | \$ 0 (2) | 06/01/2018 | | M | 27,282 | (3) (3) | Common Stock | 27,282 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Smith Bruce Campbell 9320 LAKESIDE BOULEVARD SUITE 100 THE WOODLANDS, TX 77381 | | | Exec Vice President & Chief | |

Signatures

By: Jennifer F. Wilson For: Bruce C. Smith 06/05/2018

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents shares withheld to satisfy tax withholding obligations upon the vesting of restricted shares.
 - (2) Restricted stock units convert into common stock on a one-for-one basis.
 - (3) The restricted stock units vest in increments of one-third of the shares on June 1 of each year.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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