

Howes Paul L
Form 4
June 05, 2018

FORM 4

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

OMB APPROVAL

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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 *
Howes Paul L

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)
President and CEO

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 (A) or Disposed of (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 06/01/2018 | | M | | 45,379 A \$ 0 | 608,198 | D |
| Common Stock | 06/01/2018 | | F | | 17,856 (1) D \$ 10.85 | 590,342 | D |
| Common Stock | 06/01/2018 | | M | | 52,885 A \$ 0 | 643,227 | D |
| Common Stock | 06/01/2018 | | F | | 20,810 (1) D \$ 10.85 | 622,417 | D |
| Common Stock | 06/01/2018 | | M | | 83,240 A \$ 0 | 705,657 | D |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|----------|---------|---|----------|
| Common Stock | 06/01/2018 | F | 32,754 <u>(1)</u> | D | \$ 10.85 | 672,903 | D | |
| Common Stock | | | | | | 25,000 | I | by Trust |

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

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(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 | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Restricted Stock Units | \$ 0 ⁽²⁾ | 06/01/2018 | | M | 45,379 | <u>(3)</u> | <u>(3)</u> | Common Stock | 45,379 |
| Restricted Stock Units | \$ 0 ⁽²⁾ | 06/01/2018 | | M | 52,885 | <u>(3)</u> | <u>(3)</u> | Common Stock | 52,885 |
| Restricted Stock Units | \$ 0 ⁽²⁾ | 06/01/2018 | | M | 83,240 | <u>(3)</u> | <u>(3)</u> | Common Stock | 83,240 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Howes Paul L 9320 LAKESIDE BOULEVARD SUITE 100 THE WOODLANDS, TX 77381 | X | | President and CEO | |

Signatures

By: Jennifer F. Wilson For: Paul L.
Howes

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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.