Smith Bruce Campbell Form 4 August 15, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

10% Owner

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

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(b).

(City)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

NEWPARK RESOURCES INC

(Check all applicable)

Exec Vice President & Chief

[NR]

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

08/14/2018

X_ Officer (give title Other (specify below)

9320 LAKESIDE **BOULEVARD, SUITE 100**

> (Street) 4. If Amendment, Date Original

> > (Zip)

6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year)

Applicable Line)

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

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

THE WOODLANDS, TX 77381

(State)

		1401	01 110H D	011140110 1	,ccui i	nes meq	s required, Disposed of, or Denominary owned				
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Ac	quired	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Dis	sposed	of (D)	Securities	Form: Direct	Indirect		
(Instr. 3)		any	Code	(Instr. 3, 4	and 5	5)	Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership		
							Following	(Instr. 4)	(Instr. 4)		
							Reported				
					(A)		Transaction(s)				
			C 1 W		or	ъ.	(Instr. 3 and 4)				
_			Code V	1 11110 01110	(D)	Price					
Common	08/14/2018		M	29,940	A	\$ 0	339,617	D			
Stock	00/14/2010		171	(1)	А	ψυ	337,017	D			
_											
Common	08/14/2018		F	11,781	D	\$	327,836	D			
Stock	00/17/2010		1	(2)	D	10.4	321,030	D			

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

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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. Transactic Code (Instr. 8)	5. Number of onDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Shares	\$ 0	08/14/2018		M	29,940	08/14/2018	(3)	Common Stock	29,940

Reporting Owners

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

Signatures

By: Jennifer Wilson For: Bruce Smith

08/15/2018

**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).
- Represents shares acquired upon the vesting of performance stock units previously granted to the Reporting Person. Vesting of the award

 (1) was contingent upon Company's achievement of certain levels of total shareholder return (TSR) relative to a pre-determined industry peer group.
- (2) Represents shares withheld to satisfy tax withholding obligations upon the vesting of performance shares.
- (3) Represents performance restricted stock units awarded in 2015, the vesting of which was dependent on achievement of certain levels of total shareholder returns (TSR) relative to a peer group established by the Compensation Committee of the Board of Directors.

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.

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