

Howes Paul L
Form 4
March 11, 2013

FORM 4

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

OMB APPROVAL

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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 *
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)
2700 RESEARCH FOREST DRIVE
SUITE 100

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

(Street)
THE WOODLANDS, TX 77381

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

(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 | 03/08/2013 | | M | | 31,200 A \$ 8.08 | 398,533 | D |
| Common Stock | 03/08/2013 | | S | | 7,392 (1) D \$ 9.09 | 391,141 | D |
| Common Stock | 03/08/2013 | | S | | 1,000 (1) D \$ 9.1 | 390,141 | D |
| Common Stock | 03/08/2013 | | S | | 400 (1) D \$ 9.11 | 389,741 | D |
| Common Stock | 03/08/2013 | | S | | 100 (1) D \$ 9.1101 | 389,641 | D |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|-----------|---------|---|----------|
| Common Stock | 03/08/2013 | S | 100 ⁽¹⁾ | D | \$ 9.1104 | 389,541 | D | |
| Common Stock | 03/08/2013 | S | 5,000 ⁽¹⁾ | D | \$ 9.1105 | 384,541 | D | |
| Common Stock | 03/08/2013 | S | 4,008 ⁽¹⁾ | D | \$ 9.12 | 380,533 | D | |
| Common Stock | 03/08/2013 | S | 2,100 ⁽¹⁾ | D | \$ 9.1201 | 378,433 | D | |
| Common Stock | 03/08/2013 | S | 1,000 ⁽¹⁾ | D | \$ 9.13 | 377,433 | D | |
| Common Stock | 03/08/2013 | S | 5,100 ⁽¹⁾ | D | \$ 9.14 | 372,333 | D | |
| Common Stock | 03/08/2013 | S | 5,000 ⁽¹⁾ | D | \$ 9.15 | 367,333 | D | |
| Common Stock | | | | | | 25,000 | I | by Trust |

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

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

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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 Security (Instr. 3 and 4) | 8. Date Exercisable | 9. Expiration Date | 10. Title | 11. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------|--------------------|-----------|--------------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 8.08 | 03/08/2013 | | M | 31,200 | ⁽²⁾ 03/22/2013 | Common Stock | | | | 31,200 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

Howes Paul L

2700 RESEARCH FOREST DRIVE SUITE 100 X
THE WOODLANDS, TX 77381

President and CEO

Signatures

By: Jennifer F Wilson For: Paul L
Howes

03/11/2013

__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) The securities were sold pursuant to a Rule 10b5-1 Plan adopted by the Reporting Person in order to exercise an option grant which is expiring on March 22, 2013.
- (2) The shares underlying the option vested annually over three years beginning on the first anniversary of the date of grant. The option became fully exercisable on March 22, 2009.

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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