

NEWPARK RESOURCES INC
Form 8-K
September 29, 2010

**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): September 28, 2010

NEWPARK RESOURCES, INC.

(Exact name of registrant as specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-2960
(Commission
File Number)

72-1123385
(I.R.S. Employer
Identification Number)

**2700 Research Forest Drive, Suite 100
The Woodlands, TX 77381**

(Address of Principal Executive Offices)

Registrant's telephone number, including area code: **(281) 362-6800**

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 (see General Instruction A.2. below):

- 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))
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Item 7.01. Regulation FD Disclosure.

On September 28, 2010, Newpark Resources, Inc. (the Company) issued a press release announcing that the Company had priced a registered public offering of \$150,000,000 aggregate principal amount of 4.00% Convertible Senior Notes due 2017 (the Notes). In addition, the Company granted the underwriters the right to purchase within a 30-day period up to an additional \$22,500,000 aggregate principal amount of Notes, solely to cover over-allotments. The Company intends to use approximately \$104 million of the net proceeds from this offering to repay existing indebtedness outstanding under the Company s revolving and term loan credit facility and the remaining net proceeds for general corporate purposes. J.P. Morgan Securities LLC is acting as sole book-running manager for the offering, which is expected to close on or about October 4, 2010. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit Number | Description |
|-----------------------|---|
| Exhibit 99.1 | Press Release dated September 28, 2010. |

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 thereunto duly authorized.

NEWPARK RESOURCES, INC.

Date: September 28, 2010

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

EXHIBIT INDEX

| Exhibit Number | Description |
|-----------------------|---|
| Exhibit 99.1 | Press Release dated September 28, 2010. |