

Newpark Resources Reports Fourth Quarter 2019 Results

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North America land weakness offsets international growth and record mat sales; Fourth quarter 2019 results include \$0.19 per share of charges

THE WOODLANDS, Texas, Feb. 6, 2020 /PRNewswire/ — Newpark Resources, Inc. (NYSE: NR) ("Newpark" or the "Company") today announced results for its fourth quarter ended December 31, 2019. Total revenues for the fourth quarter of 2019 were \$189.5 million compared to \$202.8 million for the third quarter of 2019 and \$247.7 million for the fourth quarter of 2018. Net loss for the fourth quarter of 2019 was \$17.1 million, or (\$0.19) per share, compared to net loss of \$1.4 million, or (\$0.02) per share, for the third quarter of 2019, and net income of \$10.6 million, or \$0.11 per diluted share, for the fourth quarter of 2018. Fourth quarter 2019 results include the impact of the following:

- \$11.4 million of pre-tax charges for the non-cash impairment of goodwill in the Fluids Systems segment (\$11.4 million after-tax), primarily attributable to the decline in drilling activities and the projection of continued softness in the U.S. land market. The impairment is preliminary and remains subject to adjustment based on finalization of the purchase price allocation associated with the fourth guarter 2019 acquisition of Cleansorb Limited;
- \$2.6 million of pre-tax charges for facility closures and related exit costs in the Fluids Systems segment (\$2.1 million after-tax), attributable to certain operations in the U.S. land market as well as Brazil;
- \$2.2 million of pre-tax charges for severance and related costs (\$1.8 million after-tax), including \$1.1 million in the Fluids Systems segment and \$1.1 million in the Corporate office; and
- \$1.9 million of pre-tax charges for write-downs of inventory in the Fluids Systems segment (\$1.5 million after-tax).

Combined, the impact of the above items resulted in an \$18.1 million reduction in operating income and a \$16.8 million increase in net loss (\$0.19 per diluted share) for the fourth quarter of 2019.

Paul Howes, Newpark's President and Chief Executive Officer, stated, "Although the North America land market proved to be extremely challenging during the fourth quarter, I'm pleased with our swift response and continued operational execution across both segments, as well as our continued free cash flow generation.

"During the fourth quarter, revenues in the Mats and Integrated Services segment improved by 9% sequentially, driven by strong seasonal demand for product sales," added Howes. "The strength in product sales was somewhat offset by the soft conditions in the U.S. land E&P market that led to a decline in rental and service revenues, particularly in the gas-focused basins in the Northeast. In contrast, rental activities in the U.S. energy infrastructure and other non-E&P markets have remained relatively stable, contributing to the continued shift in our revenue mix away from E&P. For the fourth quarter 2019, 75% of our total Mats segment revenues were derived from non-E&P markets, including 55% of our rental and service revenues and substantially all product sales. With the impact of the higher revenues, the segment's operating margin improved to 27% in the fourth quarter of 2019.

"In Fluids, the fourth quarter results reflect a clear distinction between markets, with the challenging North America land environment overshadowing the strong results from our international business, as well as in the deepwater Gulf of Mexico," added Howes. "International revenues improved 12% sequentially, as revenues in the EMEA region benefitted from higher activity on IOC contracts, along with elevated downhole fluids losses. We also continue to gain traction in the deepwater Gulf of Mexico, where revenues improved 13% sequentially.

"The strong results in these markets reflect a stark contrast, however, to the challenges in the North America land market. Despite the improvement in the Gulf of Mexico and our first U.S. stimulation chemical revenues in the fourth quarter, our North America revenues declined 22% sequentially, including the impact of the declining rig count, budget exhaustion by several of our customers, and extended customer downtime through the holidays."

Howes added, "In light of the continued expectation of North America land market volatility, we began taking actions not only to right-size our Fluids business, but also to transition to a more variable cost structure, which we believe will better position us to navigate through market volatility going forward. We are in the process of exiting several U.S. facilities, and also winding down operations in the Brazil market. The fourth quarter 2019 Fluids Systems results included \$17 million of pre-tax charges, contributing to an \$18 million operating loss during the period.

"Despite the challenging North America land market conditions, our fourth quarter results demonstrate our ability to generate consistent free cash flows through all phases of the industry cycle. Net cash provided by operating activities was \$19 million and free cash flow was \$17 million during the fourth quarter, bringing our full year 2019 net cash from operating activities to \$72 million and free cash flow to \$41 million," concluded Howes.

Seament Results

The Mats and Integrated Services segment generated revenues of \$54.9 million for the fourth quarter of 2019 compared to \$50.2 million for the third

quarter of 2019 and \$69.9 million for the fourth quarter of 2018. Segment operating income was \$14.6 million for the fourth quarter of 2019 compared to \$10.0 million for the third quarter of 2019 and \$20.7 million for the fourth quarter of 2018.

The Fluids Systems segment generated revenues of \$134.6 million for the fourth quarter of 2019 compared to \$152.5 million for the third quarter of 2019 and \$177.7 million for the fourth quarter of 2018. Segment operating loss was \$18.1 million for the fourth quarter of 2019 compared to operating income of \$5.9 million for the third quarter of 2019 and \$8.2 million for the fourth quarter of 2018. Operating loss for the fourth quarter of 2019 includes an \$11.4 million non-cash impairment of goodwill and a total of \$5.6 million of charges associated with facility closures and related exit costs, inventory write-downs, and severance costs.

Conference Call

Newpark has scheduled a conference call to discuss fourth quarter 2019 results and its near-term operational outlook, which will be broadcast live over the Internet, on Friday, February 7, 2020 at 10:00 a.m. Eastern Time / 9:00 a.m. Central Time. To participate in the call, dial 412-902-0030 and ask for the Newpark Resources call at least 10 minutes prior to the start time, or access it live over the Internet at www.newpark.com. For those who cannot listen to the live call, a replay will be available through February 21, 2020 and may be accessed by dialing 201-612-7415 and using pass code 13697893#. Also, an archive of the webcast will be available shortly after the call at www.newpark.com for 90 days.

Newpark Resources, Inc. is a worldwide provider of value-added fluids and chemistry solutions in the oilfield, and engineered worksite and access solutions used in various commercial markets. For more information, visit our website at www.newpark.com.

This news release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, as amended. All statements other than statements of historical facts are forward-looking statements. Words such as "will," "may," "could," "would," "should," "anticipates," "believes," "estimates," "expects," "plans," "intends," and similar expressions are intended to identify these forward-looking statements but are not the exclusive means of identifying them. These statements are not quarantees that our expectations will prove to be correct and involve a number of risks, uncertainties, and assumptions. Many factors, including those discussed more fully elsewhere in this release and in documents filed with the Securities and Exchange Commission by Newpark, particularly its Annual Report on Form 10-K for the year ended December 31, 2018, as well as others, could cause actual plans or results to differ materially from those expressed in, or implied by, these statements. These risk factors include, but are not limited to, risks related to the worldwide oil and natural gas industry; our customer concentration and reliance on the U.S. exploration and production market; our international operations; our ability to attract, retain and develop qualified leaders, key employees and skilled personnel; the availability of raw materials; our cost and continued availability of borrowed funds, including noncompliance with debt covenants; operating hazards present in the oil and natural gas industry and substantial liability claims, including catastrophic well incidents; our ability to execute our business strategy and make successful business acquisitions and capital investments; our market competition; our contracts that can be terminated or downsized by our customers without penalty; our product offering expansion; our compliance with legal and regulatory matters, including environmental and immigration regulations; our legal compliance; material weaknesses in our internal control over financial reporting; the inherent limitations of insurance coverage; income taxes; the potential impairments of goodwill and long-lived intangible assets; technological developments in our industry; severe weather and seasonality; cybersecurity breaches or business system disruptions; and fluctuations in the market value of our publicly traded securities. We assume no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by securities laws. Newpark's filings with the Securities and Exchange Commission can be obtained at no charge at www.sec.gov, as well as through our website at www.newpark.com.

Newpark Resources, Inc. Condensed Consolidated Statements of Operations (Unaudited)

		Three I	Months Ended	-	Twelve Months Ended			
	Dec	ember 31,Sep	tember 30,Dec	ember 31,Dec	cember 31,Dec	cember 31,		
(In thousands, except per share data)		2019	2019	2018	2019	2018		
Revenues	\$	189,471 \$	202,763 \$	247,664 \$	820,119 \$	946,548		
Cost of revenues		162,400	169,429	197,310	684,738	766,975		
Selling, general and administrative expenses		27,598	27,017	29,645	113,394	115,127		
Other operating loss, net		537	29	186	170	888		
Goodwill impairment		11,422	_	_	11,422			
Operating income (loss)		(12,486)	6,288	20,523	10,395	63,558		
Foreign currency exchange (gain) loss		(1,572)	828	822	(816)	1,416		
Interest expense, net		3,562	3,628	4,205	14,369	14,864		
Income (loss) before income taxes		(14,476)	1,832	15,496	(3,158)	47,278		
Provision for income taxes		2,617	3,273	4,927	9,788	14,997		
Net income (loss)	\$	(17,093) \$	(1,441) \$	10,569 \$	(12,946) \$	32,281		
Calculation of EPS:								
Net income (loss) - basic and diluted	\$	(17,093) \$	(1,441) \$	10,569 \$	(12,946) \$	32,281		
Weighted average common shares outstanding - basic		89,543	89,675	90,640	89,782	89,996		
Dilutive effect of stock options and restricted stock awards	3	_	_	1,938	_	2,385		
Dilutive effect of 2021 Convertible Notes		_	_	_	_	544		
Weighted average common shares outstanding - diluted		89,543	89,675	92,578	89,782	92,925		
Net income (loss) per common share - basic:	\$	(0.19) \$	(0.02) \$	0.12 \$	(0.14) \$	0.36		
Net income (loss) per common share - diluted:	\$	(0.19) \$	(0.02) \$	0.11 \$	(0.14) \$	0.35		

	Three Months Ended							Twelve Months Ended			
	De	ecember 31	l,Se	ptember 30),De	cember 31	,De	ecember 3°	1,De	cember 31,	
(In thousands)		2019		2019		2018		2019		2018	
Revenues											
Fluids systems	\$	134,573	\$	152,547	\$	177,726	\$	620,317	\$	715,813	
Mats and integrated services		54,898		50,216		69,938		199,802		230,735	
Total revenues	\$	189,471	\$	202,763	\$	247,664	\$	820,119	\$	946,548	
Operating income (loss)											
Fluids systems (1)	\$	(18, 137)	\$	5,893	\$	8,245	\$	3,814	\$	40,337	
Mats and integrated services		14,603		10,049		20,740		47,466		60,604	
Corporate office (2)		(8,952)		(9,654)		(8,462)		(40,885)		(37,383)	
Total operating income (loss	<u>)\$</u>	(12,486)	\$	6,288	\$	20,523	\$	10,395	\$	63,558	
Segment operating margin											
Fluids systems		(13.5)%	, D	3.9%	ò	4.6%)	0.6%	6	5.6%	
Mats and integrated services		26.6%	, D	20.0%	ò	29.7%)	23.8%	6	26.3%	

- (1)Fluids Systems operating loss for the three months ended December 31, 2019 includes a total of \$17.0 million of charges, consisting of an \$11.4 million non-cash impairment of goodwill and a total of \$5.6 million of charges associated with facility closures and related exit costs, inventory write-downs, and severance costs. Fluids Systems operating income for the three months ended December 31, 2018 includes a total of \$2.5 million of charges associated with severance costs and expenses related to the conversion of a drilling fluids facility into a completion fluids facility. Fluids Systems operating income for the twelve months ended December 31, 2019 includes a total of \$18.7 million of charges, consisting of an \$11.4 million non-cash impairment of goodwill and a total of \$7.3 million of charges associated with facility closures and related exit costs, inventory write-downs, and severance costs, as well as the modification of the Company's retirement policy. Fluids Systems operating income for the twelve months ended December 31, 2018 includes a total of \$5.0 million of charges associated with severance costs, the Kenedy, Texas facility fire, and expenses related to the conversion of a drilling fluids facility into a completion fluids facility.
- (2)Corporate office operating loss for the three months ended December 31, 2019 includes a total of \$1.1 million of charges associated with severance costs. Corporate office operating loss for the twelve months ended December 31, 2019 includes a total of \$4.5 million of charges associated with the modification of the Company's retirement policy and severance costs. Corporate office operating loss for the twelve months ended December 31, 2018 includes a charge of \$1.8 million associated with the retirement and transition of our former Senior Vice President, General Counsel and Chief Administrative Officer.

Newpark Resources, Inc. Condensed Consolidated Balance Sheets (Unaudited)

(In thousands, except share data)	C	ecember 31, 2019	December 31, 2018
ASSETS			
Cash and cash equivalents	\$	48,672	. ,
Receivables, net		216,714	254,394
Inventories		196,897	196,896
Prepaid expenses and other current assets		16,526	15,904
Total current assets		478,809	523,312
Property, plant and equipment, net		310,409	316,293
Operating lease assets		32,009	_
Goodwill		42,332	43,832
Other intangible assets, net		29,677	25,160
Deferred tax assets		3,600	4,516
Other assets		3,243	2,741
Total assets	\$	900,079	915,854
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current debt	\$	6,335	\$ 2,522
Accounts payable	•	79,777	90,607
Accrued liabilities		42,750	48,797
Total current liabilities		128,862	141,926
Long-term debt, less current portion		153,538	159,225
Noncurrent operating lease liabilities		26,946	_
Deferred tax liabilities		34,247	37,486
Other noncurrent liabilities		7,841	7,536
Total liabilities		351,434	346,173
Common stock, \$0.01 par value (200,000,000 shares authorized and 106,696,719 and 106,362,991 shares issued,			
respectively)		1,067	1,064
Paid-in capital		620,626	617,276
Accumulated other comprehensive loss		(67,947)	(67,673)

134,119	148,802
(139,220)	(129,788)
548,645	569,681
\$ 900.079 \$	915.854

Newpark Resources, Inc. Condensed Consolidated Statements of Cash Flows (Unaudited)

	Twel	ve Months Ended	December 31,
(In thousands)		2019	2018
Cash flows from operating activities:			
Net income (loss)	\$	(12,946) \$	32,281
Adjustments to reconcile net income to net cash provided by operation	is:	, ,	
Goodwill impairment		11,422	_
Depreciation and amortization		47,144	45,899
Stock-based compensation expense		11,640	10,361
Provision for deferred income taxes		(4,250)	236
Net provision for doubtful accounts		1,792	2,849
Gain on sale of assets		(10,801)	(1,821)
Gain on insurance recovery		· · · ·	(606)
Amortization of original issue discount and debt issuance costs		6,188	5,510
Change in assets and liabilities:		2,122	-,
(Increase) decrease in receivables		40,182	(7,388)
(Increase) decrease in inventories		699	(30,352)
(Increase) decrease in other assets		(1,032)	1,055
Increase (decrease) in accounts payable		(8,318)	2,449
Increase (decrease) in accrued liabilities and other		(9,434)	2,930
Net cash provided by operating activities		72,286	63,403
Cash flows from investing activities:			
Capital expenditures		(44,806)	(45,141)
Business acquisitions, net of cash acquired		(18,692)	(249)
Proceeds from sale of property, plant and equipment		13,734	2,612
Proceeds from insurance property claim		10,704	1,000
Refund of proceeds from sale of a business			(13,974)
Net cash used in investing activities		(49,764)	(55,752)
Net cash used in investing activities		(49,704)	(33,732)
Cash flows from financing activities:			
Borrowings on lines of credit		327,983	347,613
Payments on lines of credit		(335,613)	(352,582)
Debt issuance costs		(1,214)	(149)
Proceeds from employee stock plans		1,314	3,874
Purchases of treasury stock		(21,737)	(3,870)
Other financing activities		(259)	601
Net cash used in financing activities		(29,526)	(4,513)
Effect of exchange rate changes on cash		(399)	(4,332)
Net decrease in cash, cash equivalents, and restricted cash		(7,403)	(1,194)
Cash, cash equivalents, and restricted cash at beginning of period		64,266	65,460
Cash, cash equivalents, and restricted cash at beginning of period	\$	56,863 \$	64,266

Newpark Resources, Inc. Non-GAAP Reconciliations (Unaudited)

To help understand the Company's financial performance, the Company has supplemented its financial results that it provides in accordance with generally accepted accounting principles ("GAAP") with non-GAAP financial measures. Such financial measures include earnings before interest, taxes, depreciation and amortization ("EBITDA"), EBITDA Margin, Free Cash Flow, Net Debt, and the Ratio of Net Debt to Capital.

We believe these non-GAAP financial measures are frequently used by investors, securities analysts and other parties in the evaluation of our performance and liquidity with that of other companies in our industry. Management uses these measures to evaluate our operating performance, liquidity and capital structure. In addition, our incentive compensation plan measures performance based on our consolidated EBITDA, along with other factors. The methods we use to produce these non-GAAP financial measures may differ from methods used by other companies. These measures should be considered in addition to, not as a substitute for, financial measures prepared in accordance with GAAP.

EBITDA and EBITDA Margin

The following tables reconcile the Company's net income (loss) or segment operating income (loss) calculated in accordance with GAAP to the non-GAAP financial measure of EBITDA:

Consolidated Three Months Ended Twelve Months Ended

December 31, September 30, December 31, December 31,

(In thousands)	2019	2019	2018	2019	2018
Net income (loss) (GAAP) (1) \$	(17,093) \$	(1,441) \$	10,569 \$	(12,946) \$	32,281
Interest expense, net	3,562	3,628	4,205	14,369	14,864
Provision for income taxes	2,617	3,273	4,927	9,788	14,997
Depreciation and amortization	12,253	11,821	11,553	47,144	45,899
EBITDA (non-GAAP) (1) \$	1,339 \$	17,281 \$	31,254 \$	58,355 \$	108,041

(1)Net loss and EBITDA for the three months ended December 31, 2019 include a total of \$18.1 million of charges, consisting of an \$11.4 million non-cash impairment of goodwill and a total of \$6.7 million of charges associated with facility closures and related exit costs, inventory write-downs, and severance costs. Net income and EBITDA for the three months ended December 31, 2018 include a total of \$2.5 million of charges associated with severance costs and expenses related to the conversion of a drilling fluids facility into a completion fluids facility. Net loss and EBITDA for the twelve months ended December 31, 2019 include a total of \$23.2 million of charges, consisting of an \$11.4 million non-cash impairment of goodwill and a total of \$11.8 million of charges associated with facility closures and related exit costs, inventory write-downs, and severance costs, as well as the modification of the Company's retirement policy. Net income and EBITDA for the twelve months ended December 31, 2018 include a total of \$6.8 million of charges, consisting of a corporate office charge of \$1.8 million associated with the retirement of our former Senior Vice President, General Counsel and Chief Administrative Officer, as well as a total of \$5.0 million of charges associated with severance costs, the Kenedy, Texas facility fire, and expenses related to the conversion of a drilling fluids facility into a completion fluids facility.

Newpark Resources, Inc. Non-GAAP Reconciliations (Continued) (Unaudited)

Fluids Systems	Thr	Months En	Twelve Months Ended						
De	ecember 31,	Se	ptember 30	De	cember 31	De	cember 31	,De	ecember 31,
(In thousands)	2019		2019		2018		2019		2018
Operating income (loss) (GAAP) (1)\$	(18,137)	\$	5,893	\$	8,245	\$	3,814	\$	40,337
Depreciation and amortization	5,691		5,234		5,137		21,202		20,922
EBITDA (non-GAAP) ⁽¹⁾	(12,446)		11,127		13,382		25,016		61,259
Revenues	134,573		152,547		177,726		620,317		715,813
Operating Margin (GAAP)	(13.5)%		3.9%		4.6%		0.6%		5.6%
EBITDA Margin (non-GAAP)	(9.2)%		7.3%		7.5%		4.0%		8.6%

(1)Operating loss for the three months ended December 31, 2019 includes a total of \$17.0 million of charges, consisting of an \$11.4 million non-cash impairment of goodwill and a total of \$5.6 million of charges associated with facility closures and related exit costs, inventory write-downs, and severance costs. Operating income for the three months ended December 31, 2018 includes a total of \$2.5 million of charges associated with severance costs and expenses related to the conversion of a drilling fluids facility into a completion fluids facility. Operating income for the twelve months ended December 31, 2019 includes \$18.7 million of charges, consisting of an \$11.4 million non-cash impairment of goodwill and a total of \$7.3 million of charges associated with facility closures and related exit costs, inventory write-downs, and severance costs, as well as the modification of the Company's retirement policy. Operating income for the twelve months ended December 31, 2018 includes a total of \$5.0 million of charges associated with severance costs, the Kenedy, Texas facility fire, and expenses related to the conversion of a drilling fluids facility into a completion fluids facility.

Mats and Integrated Services	S	Three Months Ended					Twelve Months Ended			
	De	cember 31	,Sep	tember 30	,De	cember 31	,De	cember 31,	De	cember 31,
(In thousands)		2019		2019		2018		2019		2018
Operating income (GAAP)	\$	14,603	\$	10,049	\$	20,740	\$	47,466	\$	60,604
Depreciation and amortization		5,505		5,484		5,533		21,763		21,321
EBITDA (non-GAAP)		20,108		15,533		26,273		69,229		81,925
Revenues		54,898		50,216		69,938		199,802		230,735
Operating Margin (GAAP)		26.6%		20.0%		29.7%)	23.8%		26.3%
EBITDA Margin (non-GAAP)		36.6%		30.9%		37.6%)	34.6%		35.5%

Newpark Resources, Inc. Non-GAAP Reconciliations (Continued) (Unaudited)

Free Cash Flow

The following table reconciles the Company's net cash provided by (used in) operating activities calculated in accordance with GAAP to the non-GAAP financial measure of the Company's free cash flow:

Consolidated	Three	Months Ended	-	Twelve Months Ended					
D	ecember 31,Se	ptember 30,Dec	cember 31,Dec	cember 31,Dec	cember 31,				
(In thousands)	2019	2019	2018	2019	2018				
Net cash provided by operating activities (GAAP)	\$ 19,100 \$	18,946 \$	43,287 \$	72,286 \$	63,403				
Capital expenditures	(9,003)	(11,937)	(12,327)	(44,806)	(45,141)				
Proceeds from sale of property, plant and equipment_	6,618	1,408	1,135	13,734	2,612				
Free Cash Flow (non-GAAP)	\$ 16,715 \$	8,417 \$	32,095 \$	41,214 \$	20,874				

Ratio of Net Debt to Capital

The following table reconciles the Company's ratio of total debt to capital calculated in accordance with GAAP to the non-GAAP financial measure of the Company's ratio of net debt to capital:

-	December 31, December 3						
(In thousands)	50	2019	.,50	2018			
Current debt	\$	6,335	\$	2,522			
Long-term debt, less current portio	n	153,538		159,225			
Total Debt		159,873		161,747			
Total stockholders' equity		548,645		569,681			
Total Capital	\$	708,518	\$	731,428			
·							
Ratio of Total Debt to Capital		22.6%		22.1%			
·							
Total Debt	\$	159,873	\$	161,747			
Less: cash and cash equivalents		(48,672)		(56,118)			
Net Debt		111,201		105,629			
Total stockholders' equity		548,645		569,681			
Total Capital, Net of Cash		659,846	\$	675,310			
• •							
Ratio of Net Debt to Capital		16.9%	0	15.6%			

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