

ROLLINS GARY W

Form 4

February 16, 2018

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROLLINS GARY W

(Last) (First) (Middle)

RPC, INC., 2170 PIEDMONT
ROAD, N.E.

(Street)

ATLANTA, GA 30324

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
RPC INC [RES]

3. Date of Earliest Transaction
(Month/Day/Year)
11/30/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify
below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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)
Common Stock, \$.10 Par Value	11/30/2017		G	15,988 A <u>(1)</u>	727,050 <u>(2)</u>	I	Held indirectly on account of role in corporate fiduciary
Common Stock, \$.10 Par Value	12/31/2017		S	727,050 D <u>(3)</u>	0 <u>(2)</u>	I	Held indirectly on account of role in corporate fiduciary

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Common Stock, \$.10 Par Value	4,266,295	D	
Common Stock, \$.10 Par Value	129,876,265 (2)	I	Held indirectly through RFPS Management Co. II, LP
Common Stock, \$.10 Par Value	1,228,400 (2)	I	Held indirectly through RFPS Investments II, LP
Common Stock, \$.10 Par Value	11,292,525 (2) (4)	I	Held indirectly through RFT Investment Company LLC
Common Stock, \$.10 Par Value	2,970 (2)	I	Spouse

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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number

of
Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROLLINS GARY W RPC, INC. 2170 PIEDMONT ROAD, N.E. ATLANTA, GA 30324	X	X		

Signatures

/s/ Robert Fugate as Attorney In Fact for Gary W.
Rollins

02/16/2018

__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) This transaction reports a gift and not a sale.

(2) The reporting person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such shares of common stock.

(3) The reporting person formerly held an indirect interest in the trustee of the general partner (the "Partner") of the limited partnership that owns 727,050 securities of the issuer together with a portfolio of other significant assets. On December 31, 2017, the Partner sold all of its partnership interests in such partnership for an aggregate purchase price of \$93,393.

(4) This Form 4 does not include 3,505,614 shares previously reported as indirectly owned as Co-Trustee of Trust. These shares are no longer included because they are not, and have never been, subject to reporting requirements of Section 16.

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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