

ROLLINS GARY W  
Form 4  
February 16, 2018

**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 \*  
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) |           |   |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------|---|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |           |   |   |
| Common Stock, \$.10 Par Value   | 11/30/2017                           |  | G                              |   | 15,988  | A  | ①   | 727,050 ② | I | Held indirectly on account of role in corporate fiduciary |
| Common Stock, \$.10 Par Value   | 12/31/2017                           |  | S                              |   | 727,050   | D  | ③   | 0 ②       | I | Held indirectly on account of role in corporate fiduciary |

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

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| ROLLINS GARY W<br>RPC, INC.<br>2170 PIEDMONT ROAD, N.E.<br>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.  
The reporting person formerly held an indirect interest in the trustee of the general partner (the "Partner") of the limited partnership that
- (3) 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. 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.