

RPC INC

Form 4

December 14, 2016

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 R RANDALL

(Last) (First) (Middle)

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)
02/24/20164. 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)

Chairman of the Board

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	02/24/2016		G	V 11,948	D <u>(1)</u> 692,810 <u>(2)</u>	I	Held indirectly on account of role in corporate fiduciary
Common Stock, \$.10 Par Value	11/30/2016		G	V 18,840	D <u>(3)</u> 1,057,828	D	
Common Stock, \$	11/30/2016		G	V 1,368	A <u>(3)</u> 257,045 <u>(2)</u>	I	By Spouse

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.10 Par
Value

Common Stock, \$.10 Par Value	11/30/2016	G	V	17,472	A	(3)	710,282 (2)	I	Held indirectly on account of role in corporate fiduciary
Common Stock, \$.10 Par Value	12/02/2016	G	V	841	D	(3)	1,056,987	D	
Common Stock, \$.10 Par Value	12/02/2016	G	V	61	A	(3)	257,106 (2)	I	By Spouse
Common Stock, \$.10 Par Value	12/02/2016	G	V	780	A	(3)	711,062 (2)	I	Held indirectly on account of role in corporate fiduciary
Common Stock, \$.10 Par Value	12/08/2016	G	V	199,100	A	(3)	3,576,614 (2)	I	Co-Trustee of Trust
Common Stock, \$.10 Par Value	12/12/2016	S		71,000	D	\$ 21.1419	3,505,614 (2)	I	Co-Trustee of Trust
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)	I	Held indirectly through RFT Investment

Company
LLC

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 R RANDALL 2170 PIEDMONT ROAD, N.E. ATLANTA, GA 30324	X	X	Chairman of the Board	

Signatures

/s/ Robert Fugate as Attorney-in-Fact for R. Randall
Rollins

12/14/2016

**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) Distribution for no consideration from partnership which is controlled by reporting person on account of his role in corporate fiduciary.

The reporting person disclaims for the purpose of Section 16 of the Securities and Exchange Act of 1934 the beneficial ownership of such securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission of such beneficial ownership.

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(3) This transaction reports a gift and not a sale.

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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