

RPC INC
Form 4
January 25, 2016

FORM 4

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

OMB APPROVAL

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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 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)
02/27/2015

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---------------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Common Stock, \$.10 Par Value | 11/30/2015 | | G | V | 29,400 | D | ① |
| Common Stock, \$.10 Par Value | 01/22/2016 | | F | | 10,191 | D | \$ 10.84 |
| Common Stock, \$.10 Par Value | 02/27/2015 | | G | V | 12,094 | D | ③ |
| | | | | | 689,656 | I | Held indirectly on account of role in |

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| | | | | | | | | | |
|-------------------------------|------------|---|---|--------|---|-----|-----------------|---|--|
| Common Stock, \$.10 Par Value | 03/02/2015 | G | V | 12,198 | D | (3) | 677,458 | I | corporate fiduciary Held indirectly on account of role in corporate fiduciary |
| Common Stock, \$.10 Par Value | 11/30/2015 | G | V | 27,300 | A | (1) | 704,758 (2) | I | Held indirectly on account of role in corporate fiduciary |
| Common Stock, \$.10 Par Value | 11/30/2015 | G | V | 2,100 | A | (1) | 255,677 (2) | I | By Spouse |
| 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 | | | | | | | 3,377,514 (2) | I | Co-Trustee of Trust |
| 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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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. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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/ Glenn P. Grove, Jr. as Attorney-in-Fact for R. Randall Rollins 01/25/2016

__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) The reporting person gifted the following shares for no consideration: 27,300 to his descendants and 2,100 to his spouse.
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.
- (3) Distribution for no consideration from partnership which is controlled indirectly by reporting person on account of his role in corporate fiduciary.

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