RPC INC Form 4 March 09, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2005 Estimated average burden hours per response... 0.5

OMB APPROVAL

3235-0287

January 31,

OMB

Number:

Expires:

subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box

if no longer

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **ROLLINS R RANDALL** Issuer Symbol RPC INC [RES] (First) (Middle) 3. Date of Earliest Transaction (Last) (Month/Day/Year) 2170 PIEDMONT ROAD, N.E. 03/09/2012

_X__ Director __ 10% Owner X_ Officer (give title _ Other (specify below) Chairman of the Board

(Check all applicable)

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

(Zip)

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

nivetive Convities Assuined Disposed of an Deneficially O

ATLANTA, GA 30324

(State)

(City)

| (City) | (State) | (Zip) Tal | Table 1 - 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. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | |
| Common Stock | 03/09/2012 | | J <u>(1)</u> | V | 859,265 | A | <u>(1)</u> | 2,577,795 | D | |
| Common Stock | 03/09/2012 | | J <u>(1)</u> | V | 82,594 | A | (1) | 247,783 | I | By Spouse |
| Common Stock | 03/09/2012 | | J <u>(1)</u> | V | 598,939 | A | <u>(1)</u> | 1,796,819 (2) | I | Co-Trustee of Trust |
| Common Stock | 03/09/2012 | | J <u>(1)</u> | V | 5,467 | A | (1) | 16,402 (2) | I | Cust./Guardian Trustee of Trust |
| Common Stock | 03/09/2012 | | J <u>(1)</u> | V | 3,764,175 | A | <u>(1)</u> | 11,292,525 (2) | I | Held indirectly through RFT |

Edgar Filing: RPC INC - Form 4

Investment Company LLC

Held indirectly through RFPS Management Co. II, LP

> 9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

(9-02)

Common 129,460,465 03/09/2012 $J_{(1)}^{(1)}$ V 43,153,488 A (1) (2) Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control

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) | 4. Transaction Code (Instr. 8) | 5. Dr.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | 7. Titl Amou Under Secur (Instr. | nt of lying | 8. Price of Derivative Security (Instr. 5) |
|---|---|--------------------------------------|---|--|---------------------|--------------------|--|--|---|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Relationships

Reporting Owners

| Reporting Owner Name / Address | | | • | |
|--|----------|-----------|-----------------------|-------|
| | 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**

03/09/2012

**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).

Reporting Owners 2

Edgar Filing: RPC INC - Form 4

- (1) This report is being filed voluntarily, solely to report the acquisition of stock pursuant to the three-for-two stock split effective March 9, 2012.
- (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.

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.