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

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **February 14, 2020**

HELMERICH & PAYNE, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
Incorporation)

1-4221
(Commission File
Number)

73-0679879
(I.R.S. Employer
Identification No.)

1437 South Boulder Avenue, Suite 1400
Tulsa, Oklahoma 74119
(Address of principal executive offices and zip code)

(918) 742-5531
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Common Stock (\$0.10 par value)	HP	New York Stock Exchange

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

ITEM 7.01 REGULATION FD DISCLOSURE

Helmerich & Payne, Inc. (the “Company”) has prepared presentation materials that management intends to present at investor meetings during the month of February 2020. A copy of the presentation materials is furnished as Exhibit 99.1 to this Current Report on Form 8-K. In addition to other information, the attached slides provide recently updated Company and industry drilling activity and market conditions.

This information is being furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing. The furnishing of these slides is not intended to constitute a representation that such information is required by Regulation FD or that the materials they contain include material information that is not otherwise publicly available.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Slides to be distributed in investor meetings.
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HELMERICH & PAYNE, INC.

By: /s/ Debra R. Stockton

Name: Debra R. Stockton

Title: Corporate Secretary

Date: February 14, 2020



HELMERICH & PAYNE, INC.



Meetings with Investors
February 2020

Data as of 2/3/2020 unless otherwise noted.

Forward-Looking Statements



Forward Looking Statements

This presentation contains forward-looking statements within the meaning of the securities laws. Forward-looking statements can be identified by the fact that they do not relate strictly to historical or current facts. They often include words or variation of words such as "expect," "look forward to," "anticipate" "intend," "plan," "believe," "seek," "estimate," "will," "project" or words of similar meaning or other similar expressions. Forward-looking statements provide management's current expectations or predictions of future conditions, events or results. All statements that address operating performance, strategies, events or developments that we expect or anticipate will occur in the future are forward-looking statements. They may include estimates of revenues, market share, income, effective tax rate, earnings per share, cost savings, capital expenditures, returning cash to stockholders through dividends or share repurchases, liquidity, capital structure or other financial items, descriptions of management's plans or objectives for future operations, products or services, or descriptions of assumptions underlying any of the above. All forward-looking statements speak only as of the date they are made and reflect the company's good faith beliefs, assumptions and expectations, but they are not guarantees of future performance or events. Furthermore, the company disclaims any obligation to publicly update or revise any forward-looking statement to reflect changes in underlying assumptions, factors, or expectations, new information, data or methods, future events or other changes, except as required by law. By their nature, forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from those suggested by the forward-looking statements. Factors that might cause such differences include, but are not limited to a variety of economic, competitive and regulatory factors, many of which are beyond the company's control, that are described in our Annual Report on Form 10-K for the fiscal year ended September 30, 2019 in the sections entitled "Risk Factors" and "Management's Discussion & Analysis of Financial Condition and Results of Operations" and additional factors we may describe from time to time in other filings with the Securities and Exchange Commission. You may get such filings for free at our website at <https://www.hpinc.com/>. You should understand that it is not possible to predict or identify all such factors and, consequently, you should not consider any such list to be a complete set of all potential risks or uncertainties.

Market and Industry Data

The data included in this presentation regarding the oil field services industry, including trends in the market and the company's position and the position of its competitors within this industry, are based on the company's estimates, which have been derived from management's knowledge and experience in the industry, and information obtained from customers, trade and business organizations, internal research, publicly-available information, industry publications and surveys and other contacts in the industry. The company has also cited information compiled by industry publications, governmental agencies and publicly-available sources. Although the company believes these third-party sources to be reliable, it has not independently verified the data obtained from these sources and it cannot assure you of the accuracy or completeness of the data. Estimates of market size and relative positions in a market are difficult to develop and inherently uncertain and the company cannot assure you that it is accurate. Accordingly, you should not place undue weight on the industry and market share data presented in this presentation.



➤ **Industry Leader in U.S. Land Drilling**

- FlexRig® Fleet Poised for Continued Market Share Gains
- Most Capable and Uniform Fleet
- Consistent Operational Excellence (Safety, Customer Satisfaction, Reliability)
- Financial Position and Strength
- Technology and Innovation Leader

➤ **Financial Discipline**

- Invest Capital Wisely
- Maintain Flexible Balance Sheet
- Return Cash to shareholders
- ~\$900 million in U.S. term revenue backlog; ~65% of fleet on term contracts

➤ **Unique Financial Profile**

- 48 Years of Increasing Dividends; Strong Yield
- Member of S&P 500 (1 of 6 in the oilfield service sector)
- Investment grade rating (BBB+)





- Founded in 1920, **H&P** is the industry's most trusted drilling partner. Committed to operational excellence and conservative financial discipline, **H&P** is the recognized industry leader in drilling as well as technological innovation.
- We are a global drilling company based in Tulsa, OK with operations in all major U.S. onshore basins as well as in South America and the Middle East.
- **H&P** operates in 4 segments (% of Revenue):
 - U.S. Land ~83%; market leader, poised for continued growth
 - International Land ~8%; opportunistic growth
 - Offshore ~6%; cash flow generator
 - H&P Technology ~3%; enhancing value proposition, early growth stage
- Our unique integrated business model (designing, building/upgrading and operating fleet) provides the best value solution for customers.
- Software acquisitions focused on wellbore quality and accuracy to meet the challenges of more complex wells.
- Debt-to-cap ~ **11%**; Dividend yld ~ **6%**

H&P's Winning Strategy

Today's Focus Points



- Execute as the dominant **U.S. land** driller
- Continue to lead industry in **technology and innovation** bringing value to customers
- Grow **international** business opportunistically
- Maintain cash flow generating **offshore** exposure
- Maintain and build upon a solid **financial foundation**
- Adapt to changing **market conditions** and **make wise investments** through the cycles



H&P Global Rig Fleet



	<u>Rigs Available</u>	<u>Rigs Contracted⁽²⁾</u>	<u>% Contracted</u>
U.S. Land	299	197	66%
AC Drive FlexRig Fleet	297	197	66%
Super-spec	233	188	81%
Upgradeable	44	5	11%
Other	20	4	20%
3,000 hp SCR Rigs	2	0	0%
International Land	32	17	53%
Argentina⁽¹⁾	20	11	55%
Bahrain	3	3	100%
U.A.E	2	2	100%
Colombia	7	1	14%
Offshore	8	5	63%
Total Fleet	339	219	65%



(1) Four of the 11 active rigs are being leased (i.e. H&P is not crewing and managing the rigs), and as such the average rig margin per day for those four rigs is lower than our average rig margin per day in the segment.
 (2) Rig count as of 2/3/2020

Competitive Benefits of Uniform Fleet



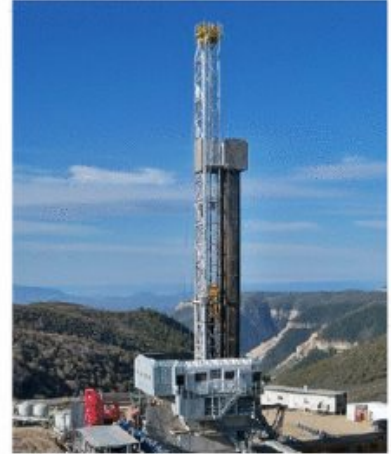
- **Uniform fleet** creates adaptive environment to reach maximum efficiency for people, equipment and technology
- **Uniform fleet** provides consistent and reliable operations in increasingly complex basins
- **Uniform fleet** has greater scale than any competitor; ability to upgrade and deploy a total of 277 super-spec FlexRig drilling rigs in a capital-efficient way without the need to over invest
- **Uniform fleet** is efficient and cost advantageous
 - Crew training and rotation
 - Parts and supplies - standardized and readily available
 - Ability to anticipate, identify, control and remove exposures
 - Minimal downtime for super-spec upgrades, which improves drilling performance and provides higher quality wellbores (7500 psi, 3rd pumps, rack back capacity, etc.)
 - Center of Excellence provides 24/7 monitoring of rig operations
- **Uniform fleet** supported by **H&P-owned** supply chain that provides standardized materials directly to rigs



Differentiated from Land Drilling Peers



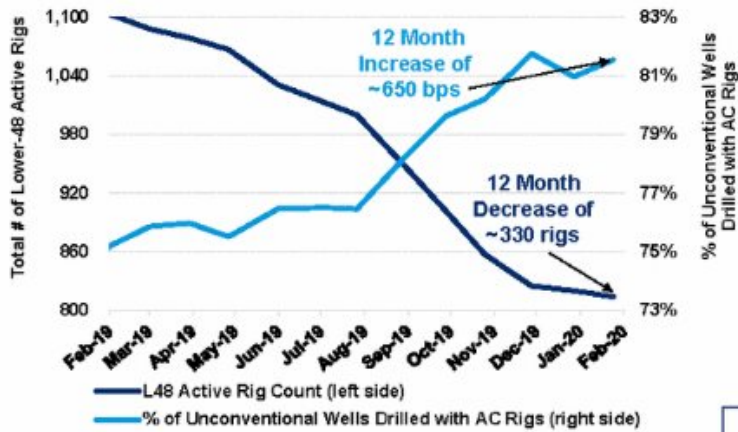
- Leading U.S. market share
 - Approximately 24%* of U.S. land fleet, ~37%* of super-spec fleet
- Distinctively situated as the incremental supplier of super-spec rigs
 - **Leveraging position** in terms of super-spec supply and pricing
- Uniquely positioned to provide E&P companies the rig of choice – “**The Right Rig**”
- Uniform design of **FlexRig** fleet
 - Low upgrade/build cost
 - Fungible workforce
 - Lower maintenance cost and superior uptime
 - Safety leadership
 - Standardized **FlexRig** operating system provides a digital platform
- **Leading technology solutions** for wellbore quality and placement
 - Technological-based subsidiaries providing value to customers and are available to all regardless of drilling contractor used
- Most AC-drive experience with people, systems and support structures in place to help drive high performance and reliability



* Source: RigData, Company Filings

The Replacement Cycle Continues

AC Rigs Continue to be the Preferred Choice of Unconventional Drilling



- > Legacy style rigs (SCR & Mechanical) struggle to compete as well complexity increases; ~650 basis point **decrease** in market share during the last 12 months
- > The percentage of AC rigs drilling unconventional wells has **increased** despite an overall decline in rig count
- > Relative increase in the use of AC rigs drives overall industry **well efficiency**

High-grading of active rig fleets by E&Ps

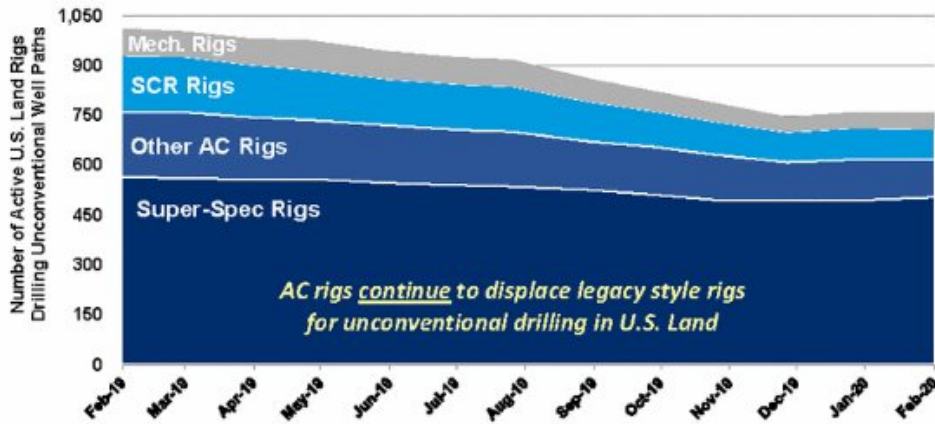
	Mix of L48 Rigs Drilling Unconventional Wells			Y/Y Change
	Feb-18	Feb-19	Feb-20	
AC Rigs	73%	75%	82%	↑ 700 bps
SCR Rigs	18%	17%	12%	↓ 500 bps
Mechanical	9%	8%	6%	↓ 200 bps

Source: RigData, data as of 1/24/20

Super-Spec Rigs More Resilient



Lower 48 Land Rig Activity (YTD)

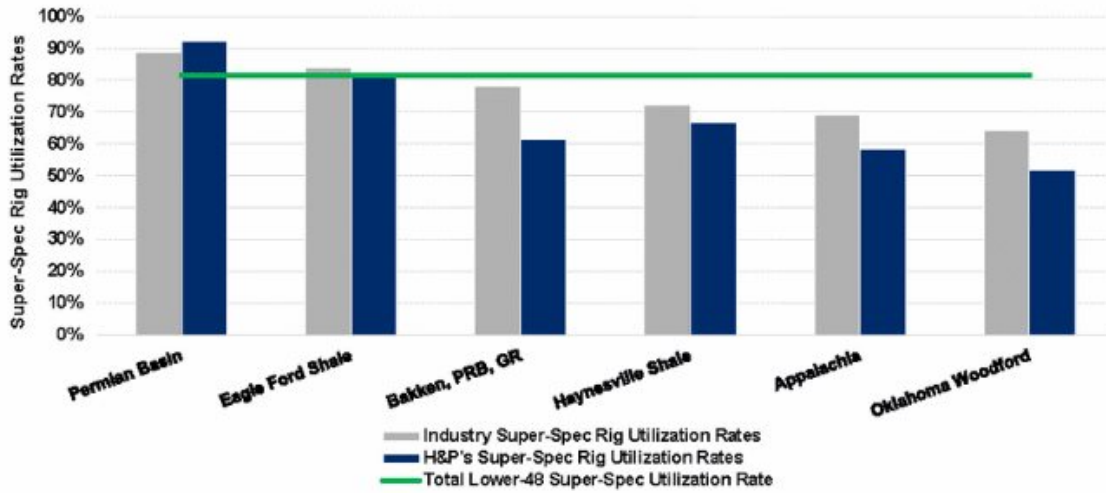


- Unconventional drilling is more efficient with, and often times requires, the use of super-spec rigs
- Super-spec rigs comprise ~65% of the total rigs drilling unconventional wells and ~80% of the AC-drive rigs working today
- The continual shift to AC-drive rigs and relative resilience of super-spec rigs bodes well for H&P

Source: RigData, data as of 1/24/20

©HELMERICH & PAYNE, INC. 2020

Super-Spec Rig Utilization Varies by Basin



- H&P is the market share leader (~37% of all active super-spec rigs are from the H&P FlexRig Fleet)
- Industry super-spec utilization rates are strong in regions where H&P has significant penetration

Source: RigData, data as of 1/24/20

© HELMERICH & PAYNE, INC. 2020

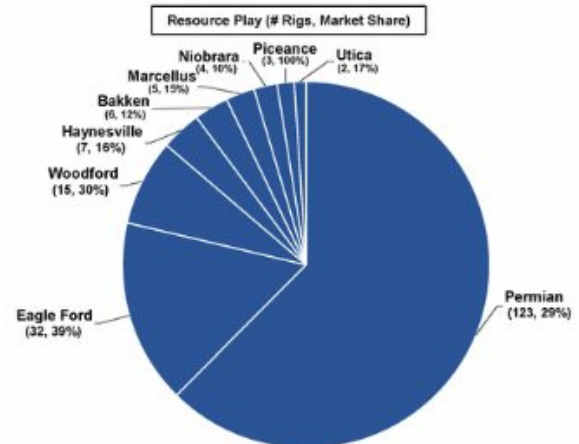


- > As **H&P** demonstrates value creation through operations and safety, and makes investments in technologies and upgrades, the contract model terms must evolve to ensure a reasonable rate of return
- > Current dayrate model does not always adequately compensate for additional value being derived in well cost savings and productivity gains
- > Under current industry norms, incorporating more services into a rig dayrate model is a losing proposition in the long-term for land drillers
- > New pricing models being pursued by **H&P** for both **FlexRig** and technology offerings:
 - > Performance-based contract – **H&P** and customer share value created based upon performance criteria; including participation in overall customer spread cost savings
 - > Revenue per foot – **H&P** compensated for being more efficient
 - > Lump sum – **H&P** assumes some of the risk/reward involved with drilling the well
 - > Other – Variety of contract types being piloted with select customers

Leading U.S. Unconventional Driller



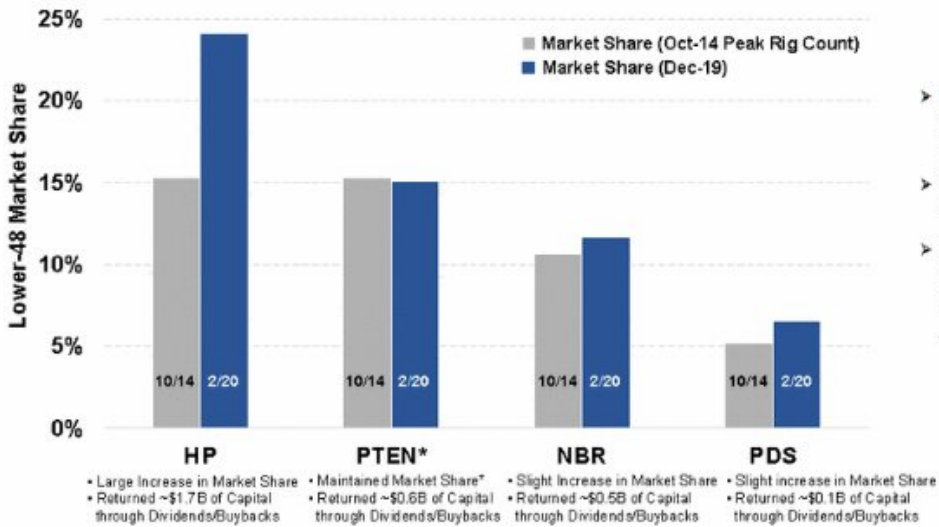
- **Broad exposure** to U.S. unconventional basins
- Well positioned and able to quickly respond to changes in basin demand



- **Leading market share** in the most active U.S. basins, evidence of strong customer demand for the **H&P FlexRig** fleet
- Diversified customer base with ~60 customers (~55% of the active **FlexRig** fleet working for customers with investment grade credit ratings)

* Source: Company Filings and RigData as of 1/24/20

Strong Returns and Market Share Growth



- **H&P** has a higher quality of earnings with a greater number of super-spec rigs that are in demand
- Unmatched competitive edge – largest super-spec and upgradeable rig fleet in the industry
- Capital stewardship evident over time with **H&P** making better investments in its fleet and returning cash to shareholders
 - **H&P** has returned **1.4x** the amount of capital to shareholders than the next 3 largest competitors combined from 2014 to today

* Values for PTEN include rigs acquired from Seventy Seven Energy (SVNT)
Source: RigData, data as of 1/24/20



HPT – Helmerich & Payne Technologies

Adding Value Through Automation: Wellbore Quality, Accuracy & Efficiency

H&P Technologies develops, promotes and commercializes software technology offerings that create a compelling value opportunity for E&P companies

MOTIVE[®]
DRILLING TECHNOLOGIES

- > Motive's Bit Guidance System[®] helps to enable drilling of higher **quality** wellbores with a scalable, repeatable, data driven platform approach

MagVAR

- > MagVAR solution generally increases surveying **accuracy** by 50-60%, contributes to increased horizontal well economics while reducing risk

FlexApps[™]

- > FlexApps are software applications that layer on top of our **FlexRig** drilling control systems and provide for machine-human collaboration during the drilling process to improve **efficiency**

AutoSlideSM

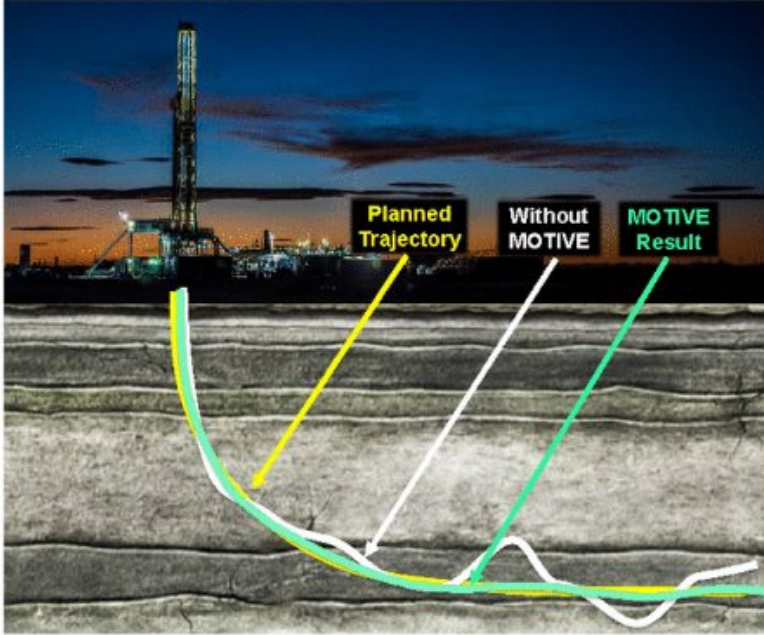
- > AutoSlide solution utilizes **machine learning** and **automation** to interface with **FlexRig** control systems to perform slide drilling automatically via computer control (vs. traditional human control)

All technologies priced separately from dayrate. Motive and MagVAR are rig agnostic, FlexApps and AutoSlide currently available on **H&P** rigs only.



Traditional Directional Drilling Challenges

Wellbore Quality



Motive uses a data-driven platform intended to enhance wellbore quality and economics

Without Motive	With Motive
<p>> Well Design Difficult to Achieve</p> <ul style="list-style-type: none">• Poor drilling accuracy• Missed targets/pay zones	<p>> Improved Accuracy</p> <ul style="list-style-type: none">• Well drilled to plan• Higher production
<p>> Inconsistent Practices</p> <ul style="list-style-type: none">• Increased tortuosity• Poor hole quality• Low rate of penetration• Completion issues	<p>> Repeatable Results</p> <ul style="list-style-type: none">• Decreased tortuosity• Better hole quality• Less drilling time• Smoother completion
<p>> Human Made Drilling Decisions</p> <ul style="list-style-type: none">• Directional driller errors	<p>> Reduces Human Error</p> <ul style="list-style-type: none">• Converting <i>Art to Science</i>• Allows de-manning at the rig site
<p>> Elevated Lifting Costs</p> <ul style="list-style-type: none">• Lower returns	<p>> Decreased Lifting Costs</p> <ul style="list-style-type: none">• Improved returns
<p>> Downhole Tool Failures</p>	<p>> Fewer Tool Failures</p>



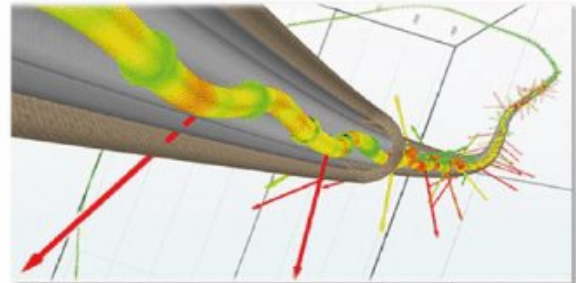
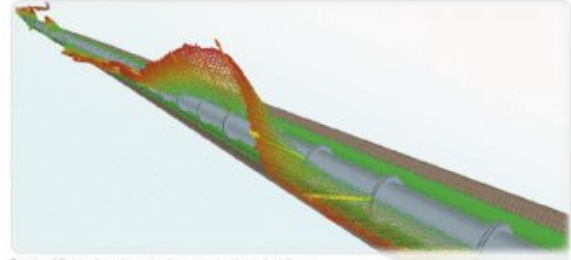
Wellbore Quality Matters

Tortuosity Adversely Affects Overall Well Economics

Tortuosity is the amount of bends and twists in a well often referred to as doglegs; unwanted tortuosity is detrimental to well economics.

- > **Tortuosity increases pipe fatigue and downhole tool wear and failure**
 - > Increases drag when drilling and running casing
 - > Increases drill-string fatigue when rotating
 - > Reduces buckling resistance in drill pipe
 - > Impedes hole cleaning while drilling
- > **Tortuosity compromises quality and consistency**
 - > Compromises cement job quality
 - > Causes variations in cross section
 - > Reduces frac quality and increases frac costs
- > **Tortuosity leads to adverse economics**
 - > Adversely affects production rate and quality
 - > Compromises survey and geological modelling accuracy
 - > Makes geo-steering more uncertain

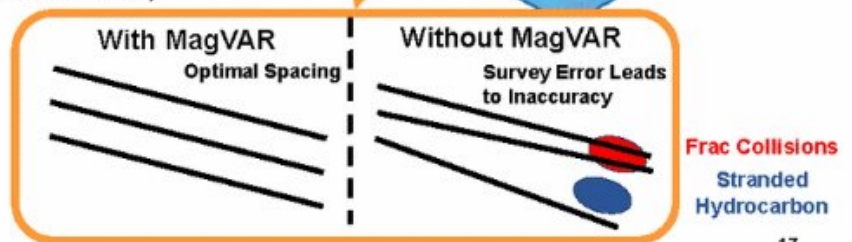
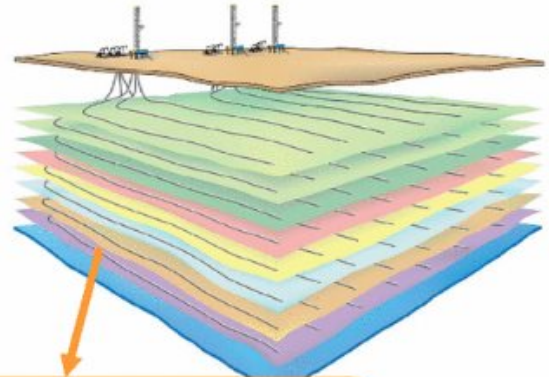
Motive's Bit Guidance System and AutoSlide can reduce tortuosity, which leads to improved well returns.





Why is Wellbore Placement Critical?

- **Reservoir:** Directly impacts well performance by increasing the reservoir volume exposed to stimulation; optimal drainage, more frac wings
- **Completions:** improving hydraulic communication, reduce parent/child interference
- **Geology:** better mapping improves prospectivity
- **Regulatory:** greater confidence wells are within boundaries
- **Drilling:** reduced collision risk for future in-fill drilling
- **Improved performance at reduced risk (enhanced returns):**
 - Reserve adds
 - Recovery factor
 - Production
 - Lower F&D/boe



Pay zone illustration courtesy of Pioneer Natural Resources
F&D/boe = finding and development cost per barrel of oil equivalent



Customers can choose any, combination of, or all of these new software applications that layer on top of our FlexRig digital control systems.

FlexApps (software as a service offered through HPT):

- > **FlexTorque™** hardware and software designed to decrease downhole drilling vibrations leading to increased drilling efficiencies and increased bit and downhole tool life.
- > **FlexOscillator 2.0™** rig control software automates drill string rotation, which can reduce downhole drag and the potential for stuck pipe.
- > **FlexB2D™** intended to improve efficiency and connection times while also maximizing bit/BHA life.
- > **FlexDrill 1.0™** software enables maximization of ROP allowing the automated drilling control system to achieve the ideal mechanical specific energy (MSE) at the bit.
- > **FlexGuide™** helps to enable drilling of higher quality wellbores and contributes to increased accuracy by automating directional drilling decisions and survey correction.

FlexServices™(services offered in US Land in addition to rig dayrate):

- > Trucking
- > Surface equipment
- > Casing running tool services
- > Pipe rental



AutoSlide

The Next Evolutionary Step in Drilling Automation

- Uses **machine learning** and **automation** to interface with **FlexRig** control systems to perform slide drilling automatically via computer control (vs. traditional human control)
- Single button execution - fully autonomous sliding with no human intervention
- Follows instructions provided by **Motive's Bit Guidance System®**, standardizing high quality well paths
- Searches for optimal parameters in real-time to help increase ROP and accuracy and adapts to different downhole formations and tools dynamically
- **AutoSlide** has been running on rigs within the **H&P FlexRig** fleet in the Midland Basin over the past year; recently deployed in the Eagle Ford, Scoop/Stack and Bakken, next to the Delaware Basin
- **AutoSlide now commercial**; replaces third party directional drillers that costs E&Ps ~\$2,000/day and designed to provide more consistent and higher quality wellbores





Value Driven Automation™ Converting Art to Science

- Through acquisitions and internal R&D, **H&P** has developed an **Autonomous Drilling Platform™** that optimizes and automates total well execution
- All technologies are not created equal
 - **H&P** solutions not only use machine learning to drive economic-based decision making in real time, but also **automate** the rig with single button execution enabling removal of third party directional drillers and other personnel from the rig site
 - Competing technologies provide advisory software output or limited automation while still requiring continuous human engagement either at rig site or remotely
- Adoption of new technologies requires change management
 - Use of technology is an investment in the well that can reduce our customers' total cost of ownership and increase production results over the lifetime of the well
 - **HPT** technologies are addressing the evolving challenges within the E&P industry; from extended reach lateral drilling, to managing capital certainty, to reducing wear and increasing reliability of downhole drilling tools, and now to less tortuous wells, frac hits and stranded reserves – **HPT** technologies address these challenges and helps mitigate these risks



- Important line of business for H&P
 - 8% of company's total active rig count
 - Adds diversification, long-term contracting and growth opportunities, especially with unconventional shale growth
- International business has historically had a different value proposition/contracting environment compared to U.S.
 - Activity tends to lag U.S. market
 - Maintain financial discipline in order to provide highest level of value to H&P shareholders
 - Expect long-term contracts with dayrates commensurate with costs/risks
- South America and Middle East
 - Recently redeployed rigs in Bahrain, Abu Dhabi, and Colombia
 - H&P has strong market presence in the Vaca Muerta (Argentina), a world-class resource play that remains an attractive area for further industry in the future
- Unconventional Drilling Expansion
 - H&P is well positioned to take its unconventional drilling industry leadership and technology internationally





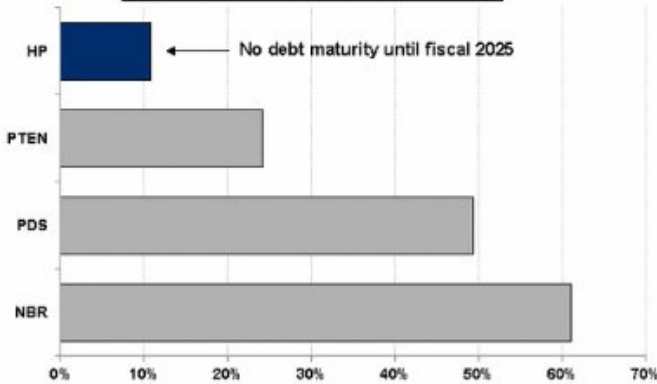
- **Legacy Gulf of Mexico business for H&P**
 - Drilling offshore since 1968
 - Assets consist of platform drilling rigs
 - Today requires relatively little capex
 - Yields free cash flow supporting other segments
- Long operational track record
- Niche business line in the Gulf of Mexico with few competitors
- Maintain utilization and cash flows



Strong Financial Foundation & Returns



Total-Debt-to-Total-Capitalization Ratio¹



Dividends Paid (Fiscal 2009 – Current)



- Solid balance sheet stewardship with lowest debt load among peers
- Investment grade rating of BBB+/Baa1²

- Free cash flow available to both invest and return to shareholders

Source: Company Filings. Total-Debt-to-Total Capitalization as of December 31, 2019.

1. Total Capitalization is defined as Total Debt plus Shareholders' Equity.

2. Ratings by Standard & Poor's and Moody's, respectively.

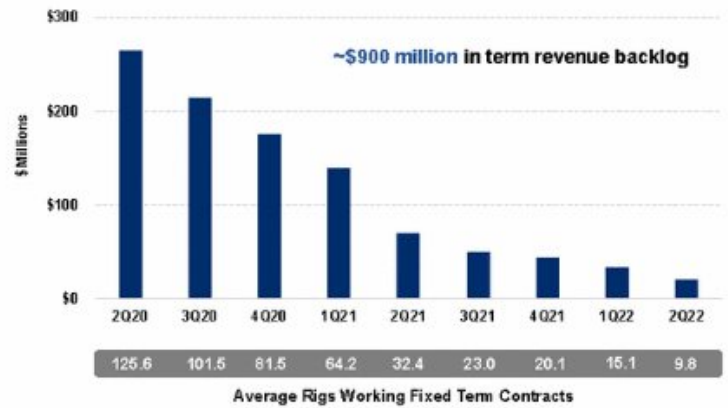
Strong Term Backlog



Term Contract Status – H&P Global Fleet



U.S. Land Term Contract Revenues



Source: Company Filings

Why H&P in Current Market Conditions?



- U.S. Land industry leader with dominant position
 - Important to be **adaptable** in volatile markets
 - Majority of rig releases during 2019 related to E&P budgeted rig demand and not dayrate pricing levels
 - Expect 2020 activity to be similar to back half of calendar 2019 given commodity price levels
 - H&P rig count expected to be flat-to-up 1.5% sequentially in second fiscal quarter of 2020 and should exit in 193-203 range
- Investments in **leading technological software-based solutions** provide value to customers
 - **Motive** – wellbore quality
 - **MagVAR** – wellbore placement/accuracy
 - **FlexApps** – drilling efficiency
 - **AutoSlide** – drilling automation
- Long-term stock performance and credit profile supported by operational excellence, financial strength and technological innovations
- Fiscal discipline leads to superior returns, strong balance sheet and ability to return cash to shareholders
- Company has a long-term orientation and commitment to the dividend; celebrating our Centennial Anniversary in 2020



Helmerich & Payne, Inc.

Thank you for your interest in H&P. Our stock is traded on the NYSE, ticker symbol - HP
For more information please visit our website at www.hpinc.com or contact:
Dave Wilson, CFA, CPA
Director of Investor Relations
918-588-5190, investor.relations@hpinc.com

