

LAYNE CHRISTENSEN CO  
Form 4  
August 02, 2011

**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 \*  
**ROBICHAUD RENE J**

(Last) (First) (Middle)

**1900 SHAWNEE MISSION  
PARKWAY**

(Street)

**MISSION WOODS, KS 66205**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

**LAYNE CHRISTENSEN CO [layn]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**07/29/2011**

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	07/29/2011		A <sup>(1)</sup>	V 75,000 A \$ 0	84,299	D	

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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. Amount or Number of Shares
Stock Option (right to buy)	\$ 29.31	07/29/2011		A	17,893	(2) 07/29/2021	Common Stock	17,893

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROBICHAUD RENE J 1900 SHAWNEE MISSION PARKWAY MISSION WOODS, KS 66205		X		

## Signatures

Steve F. Crooke, Attorney in Fact for Rene J. Robichaud  
Date: 08/02/2011

\_\_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) Consists of (i) 37,500 shares of restricted common stock, 20% of which will vest on July 29, 2012 and each of the next four anniversaries, (ii) 18,750 shares of restricted common stock that will vest only if the closing market price of Layne Christensen Company's common stock is more than \$34.31 for 21 consecutive trading days during the period from July 29, 2013 to July 29, 2016 and (iii) 18,750 shares of restricted common stock that will vest only if the closing market price of Layne Christensen Company's common stock is more than \$39.31 for 21 consecutive trading days during the period from July 29, 2013 to July 29, 2016.
  - (2) This stock option will vest over three years with 5,964 shares to vest on July 29, 2012 and each anniversary thereafter.

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.