#### LAYNE CHRISTENSEN CO

Form 4 July 22, 2015

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person \* ANDERSON J MICHAEL

2. Issuer Name and Ticker or Trading

Symbol

07/20/2015

LAYNE CHRISTENSEN CO [LAYN]

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director

(Last)

(First)

(Middle)

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

X\_ Officer (give title below)

10% Owner Other (specify

C/O LAYNE CHRISTENSEN COMPANY, 1800 HUGHES LANDING BLVD., SUITE 700

(Street)

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

6. Individual or Joint/Group Filing(Check

CFO and Senior Vice President

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

THE WOODLANDS, TX 77380

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

(A)

(Instr. 3 and 4)

Transaction(s) Code V Amount (D) Price

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 (9-02)required to respond unless the form displays a currently valid OMB control number.

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

#### Edgar Filing: LAYNE CHRISTENSEN CO - Form 4

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. Transact Code (Instr. 8)	5. Number of iorDerivative Securities Acquired (A) or Disposed o (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)	
				Code V	(A) (D	) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 8.6	07/20/2015		A	10,000	07/20/2018	07/20/2025	Common Stock	10,000
Restricted Stock Units	<u>(1)</u>	07/20/2015		A	61,728	(2)	(2)	Common Stock	61,728

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

ANDERSON J MICHAEL C/O LAYNE CHRISTENSEN COMPANY 1800 HUGHES LANDING BLVD., SUITE 700 THE WOODLANDS, TX 77380

CFO and Senior Vice President

### **Signatures**

/s/Steven F. Crooke, Attorney-in-Fact for J. Michael Anderson

07/22/2015

\*\*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) Each restricted stock unit represents a contingent right to receive one share of Layne common stock.

The restricted stock units will vest in 25% increments upon the achievement of a price of \$9.37, \$10.40, \$13 and \$15 for Layne common stock. For vesting to occur, the stock price must remain at or above the specified price for at least ten consecutive trading days during the three-year period beginning on July 20, 2015 and ending on July 20, 2018. Mr. Anderson must also remain employed by Layne during the three-year period.

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.

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