

LAYNE CHRISTENSEN CO
Form 4
January 18, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
ALUCE GREGORY F

2. Issuer Name and Ticker or Trading Symbol
LAYNE CHRISTENSEN CO
[LAYN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

1900 SHAWNEE MISSION PKWY

01/16/2007

Senior Vice President

(Street)

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

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

MISSION WOODS, KS 66205

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	01/16/2007		M	2,541 A \$ 11.4	11,545 ⁽¹⁾	I	By 401(k)
Common Stock	01/16/2007		S	2,541 D \$ 33.17	9,004 ⁽²⁾	I	By 401(k)
Common Stock	01/17/2007		M	16,600 A \$ 14	25,604 ⁽³⁾	I	By 401(k)
Common Stock	01/17/2007		S	16,600 D \$ 33.4135	9,004 ⁽⁴⁾	I	By 401(k)

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)

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)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 11.4	01/16/2007		M	2,541	<u>(5)</u> 04/15/2007	Common Stock	2,541
Employee Stock Option (Right to Buy)	\$ 14	01/17/2007		M	12,500	<u>(6)</u> 02/01/2008	Common Stock	12,500
Employee Stock Option (Right to Buy)	\$ 14	01/17/2007		M	4,100	<u>(7)</u> 02/01/2008	Common Stock	4,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ALUCE GREGORY F 1900 SHAWNEE MISSION PKWY MISSION WOODS, KS 66205			Senior Vice President	

Signatures

/s/ Steven F. Crooke, Attorney-in-Fact for Gregory F. Aluce

01/18/2007

__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 holds 4,105 shares directly and 7,440 shares indirectly through his 401(k).
- (2) The reporting person holds 1,564 shares directly and 7,440 shares indirectly through his 401(k).
- (3) The reporting person holds 18,164 shares directly and 7,440 shares indirectly through his 401(k).
- (4) The reporting person holds 1,564 shares directly and 7,440 shares indirectly through his 401(k).
- (5) Exercisable 20% per year beginning on April 16, 1998.
- (6) Exercisable 20% per year beginning on February 2, 1999.
- (7) Exercisable 20% per year beginning on February 2, 1999.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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