

LAYNE CHRISTENSEN CO
Form SC 13G/A
February 12, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 1) *

LAYNE CHRISTENSEN CO.
(NAME OF ISSUER)

Common Stock (\$0.001 par value)
(TITLE OF CLASS OF SECURITIES)

521050104
(CUSIP NUMBER)

December 31, 2018
(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities, and
for any subsequent amendment containing information which would alter the
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed
to be "filed" for the purpose of Section 18 of the Securities Exchange Act of
1934 ("Act") or otherwise subject to the liabilities of that section of the Act
but shall be subject to all other provisions of the Act (however, see the
Notes).

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CUSIP No. 521050104
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1 NAMES OF REPORTING PERSONS:

Massachusetts Mutual Life Insurance Company

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Massachusetts

5 SOLE VOTING POWER

0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER

0

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.0%

12 TYPE OF REPORTING PERSON

IC

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1 NAMES OF REPORTING PERSONS:

Barings LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [] (b) []

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3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

	5	SOLE VOTING POWER	0
NUMBER OF			
SHARES	6	SHARED VOTING POWER	0
BENEFICIALLY			
OWNED BY			
EACH	7	SOLE DISPOSITIVE POWER	0
REPORTING			
PERSON	8	SHARED DISPOSITIVE POWER	0
WITH			

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.0%

12 TYPE OF REPORTING PERSON

IA

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Item 1(a) Name of Issuer:

LAYNE CHRISTENSEN CO.

1(b) Address of Issuer's Principal Executive Offices:
1800 Hughes Landing Blvd., Suite 700
The Woodlands, Texas 77380

Item 2(a) Name of Person Filing:

(i) Massachusetts Mutual Life Insurance Company ("MassMutual")
(ii) Barings LLC ("Barings")

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2(b) Address of Principal Business Office or, if None, Residence:

The address of the principal business office of MassMutual:
1295 State Street
Springfield, MA 01111

The address of the principal business office of Barings:
300 South Tryon Street, Suite 2500
Charlotte, NC 28202

2(c) Citizenship:

See Item 4 of each cover page.

2(d) Title of Class of Securities:

Common Stock (\$0.001 par value)

2(e) CUSIP Number:

521050104

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Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check Whether the Person Filing is a:

- (a) Broker or dealer registered under Section 15 of the Exchange Act.
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) Insurance company as defined in section 3(a)(19) of the Exchange Act. (MassMutual)
- (d) Investment company registered under Section 8 of the Investment Company Act.
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E); (Barings)
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4 Ownership

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MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY

By: _____

Name: Donald Griffith

Title: Vice President

Dated: February 11, 2019

BARINGS LLC

By: _____

Name: Rob Knight

Title: Head of Operational Compliance