LAYNE CHRISTENSEN CO

Form 3 June 13, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Archer Leslie F.

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

06/06/2014

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

LAYNE CHRISTENSEN CO [LAYN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(give title below) (specify below)

Div. President-Layne Heavy Civ

5. If Amendment, Date Original

Filed(Month/Day/Year)

LAYNE HEAVY CIVIL, INC., 4520 N. STATE ROAD

37

(Street)

Director _X__ Officer

10% Owner Other

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

Person

Form filed by More than One Reporting Person

ORLEANS, INÂ 47452

(City) (State)

1. Title of Security

(Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Form: Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date**

(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4) Expiration

Exercisable Date Title

Amount or Number of Derivative Security

Price of

Security: Direct (D)

Derivative

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				Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	(1)	09/28/2015	Common Stock	7,500	\$ 23.05	D	Â
Restricted Stock Units	(2)	(2)	Common Stock	2,813	\$ (3)	D	Â
Restricted Stock Units	(4)	(4)	Common Stock	4,000	\$ <u>(3)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
Archer Leslie F. LAYNE HEAVY CIVIL, INC. 4520 N. STATE ROAD 37 ORLEANS, IN 47452	Â	Â	Div. President-Layne Heavy Civ	Â		

Signatures

/s/ Leslie F.
Archer

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Exercisable 1/3 per year beginning on September 29, 2006.
- (2) The restricted stock units vest on the earlier of (i) the reporting person's retirement after the age of 60 and five years or more of employment with the company, or (ii) May 1, 2017, provided the reporting person remains employed by the company until such date.
- (3) Each restricted stock unit represents a contingent right to receive one share of Layne common stock.
- (4) The restricted stock units vest on May 1, 2015.

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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