#### LAYNE CHRISTENSEN CO

Form 4 July 07, 2005

## FORM 4

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

OMB 3235-0287 Number:

response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average burden hours per

0.5

**OMB APPROVAL** 

Form 4 or Form 5 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHMITT ANDREW B		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) 1900 SHAWNEE MISS	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/05/2005	X Director 10% OwnerX Officer (give title Other (specify below) Chief Executive Officer		
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
MISSION WOODS, KS	S 66205		Form filed by More than One Reporting Person		

(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. Securit or Dispos (Instr. 3, 4	ed of (	` ′	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)	
Common Stock	07/05/2005		M M	17,200	A	\$ 4	140,450	D		
Common Stock	07/05/2005		S	17,200	D	\$ 20.3446	123,250	D		
Common Stock	07/06/2005		M	10,200	A	\$ 4	133,450	D		
Common Stock	07/06/2005		S	10,200	D	\$ 20.004	123,250	D		
Common Stock	07/07/2005		M	28,100	A	\$ 4	151,350	D		

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Common Stock 07/07/2005 S 28,100 D \$ 19.5495 123,250 D

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

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.

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(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. Transactic Code (Instr. 8)	5. Number of ionDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 4	07/05/2005		M		17,200	<u>(1)</u>	09/22/2005	Common Stock	17,200
Employee Stock Option (Right to Buy)	\$ 4	07/06/2005		M		10,200	<u>(2)</u>	09/22/2005	Common Stock	10,200
Employee Stock Option (Right to Buy)	\$ 4	07/07/2005		M		28,100	(3)	09/22/2005	Common Stock	28,100

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
• 0	Director	10% Owner	Officer	Other				
SCHMITT ANDREW B								
1900 SHAWNEE MISSION PKWY	X		Chief Executive Officer					
MISSION WOODS, KS 66205								

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## **Signatures**

/s/ Andrew B. 07/07/2005 Schmitt

\*\*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) Exercisable 25% per year beginning on September 23, 2001.
- (2) Exercisable 25% per year beginning on September 23, 2001.
- (3) Exercisable 25% per year beginning on September 23, 2001.

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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