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LAYNE CH Form 4 April 02, 20	HRISTENSEN CO)								
FORM	ЛЛ							OMB A	PPROVA	L
-	UNITED	STATES		RITIES A			E COMMISSIO	N OMB Number:	3235-	0287
Check t if no los subject Section Form 4 Form 5	nger to STATEN 16. or			SECUR	RITIES		WNERSHIP OF	Estimated burden hou response	Expires: Januar Estimated average burden hours per response	
obligati may con <i>See</i> Inst 1(b).	ons ntinue. ruction	(a) of the H	Public U	• •	ding Cor	npany Ac	t of 1935 or Secti			
(Print or Type	Responses)									
	Address of Reporting DAVID A B	Person [*]	Symbol	er Name and E CHRIS		-	5. Relationship o Issuer	of Reporting Per	rson(s) to	
			[LAYN		LINDLI		(Che	eck all applicabl	e)	
(Last)	(First) (Middle)		of Earliest Tr Day/Year) 2014	ransaction		_X_ Director _X_ Officer (gi below) Chai		% Owner her (specify urd	
	(Street)			endment, Da onth/Day/Year	-	ıl	6. Individual or Applicable Line) _X_ Form filed by Form filed by Person		erson	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	i
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transaction Code (Instr. 8)	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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 Indirect Beneficia Ownershi (Instr. 4)	ıl
				Code V	Amount	(D) Price				
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities benef	-	-	-			
					inform	nation con	spond to the colle Itained in this form oond unless the fo	n are not	SEC 1474 (9-02)	

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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of (Mon Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (or Dispose (D) (Instr. 3, 4, 5)	d of					(I
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	04/01/2014		А		1,474.3		(2)	(2)	Common Stock	1,474.3	\$

Reporting Owners

Reporting Owner Name / Address	Relationships						
r o	Director	10% Owner	Officer	Other			
BROWN DAVID A B							
	Х		Chairman of the Board				

Signatures

/s/ Steven F. Crooke, Attorney-in-Fact for David A.B. Brown	04/02/2014	
**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 Conversion or Exercise Price is 1 for 1.

The Phantom Stock Units were accrued under the Layne Christensen Company Deferred Compensation Plan for Directors and are to be (2) settled 100% in cash. The Phantom Stock Units are to be settled within thirty (30) days after (i) the date pre-selected by the reporting

person or (ii) the date the reporting person ceases to be a Director.

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.