

OMB APPROVAL	
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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* BROWN DAVID A B (Last) (First) (Middle) 1800 HUGHES LANDING BLVD. SUITE 800 (Street) THE WOODLANDS TX 77380 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol LAYNE CHRISTENSEN CO [LAYN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/14/2018	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	06/14/2018		D		50,213	D	(1)	0	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Units	(2)	06/14/2018		D			28,812.86	(2)	(2)	Common Stock	28,812.86	(2)	0	D	
Stock Option (right to buy)	(3)	06/14/2018		D			6,084	(3)	(3)	Common Stock	6,084	(3)	0	D	
Stock Option (right to buy)	(3)	06/14/2018		D			7,752	(3)	(3)	Common Stock	7,752	(3)	0	D	
Stock Option (right to buy)	(3)	06/14/2018		D			10,331	(3)	(3)	Common Stock	10,331	(3)	0	D	
Stock Option (right to buy)	(4)	06/14/2018		D			52,783	(4)	(4)	Common Stock	52,783	(4)	0	D	
Stock Option (right to buy)	(5)	06/14/2018		D			46,584	(5)	(5)	Common Stock	46,584	(5)	0	D	
Stock Option (right to buy)	(6)	06/14/2018		D			44,811	(6)	(6)	Common Stock	44,811	(6)	0	D	
Restricted Stock Units	(7)	06/14/2018		D			8,475	(7)	(7)	Common Stock	8,475	(7)	0	D	

Explanation of Responses:

- Disposed of pursuant to merger agreement between issuer and Granite Construction Incorporated ("Granite") in exchange for 13,557.51 shares of Granite common stock having a market value of \$58.11 per share on the effective date of the merger.
- These Phantom Stock Units were accrued under the Layne Christensen Company Deferred Compensation Plan for Directors and were canceled in the merger in exchange for a cash payment of \$449,048.46.
- This option was canceled in the merger without consideration.
- This option was canceled in the merger in exchange for a cash payment of \$137,652.79, representing the difference between the exercise price of the option and the market value of the underlying Layne common stock on the effective date of the merger (\$15.5979 per share).
- This option was canceled in the merger in exchange for a cash payment of \$484,841.61, representing the difference between the exercise price of the option and the market value of the underlying Layne common stock on the effective date of the merger (\$15.5979 per share).
- This option was canceled in the merger in exchange for a cash payment of \$383,488.06, representing the difference between the exercise price of the option and the market value of the underlying Layne common stock on the effective date of the merger (\$15.5979 per share).
- These restricted stock units were canceled in the merger in exchange for a cash payment of \$132,192.20.

/s/Steven F. Crooke, Attorney-in-Fact for David A.B. Brown 06/14/2018

** Signature of Reporting Person Date

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

* 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).

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

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 Number.