

CONSENT TO ASSIGNMENT

April 6, 2017

City of Hollywood, Florida
Dept. of Public Utilities, Engineering & Construction Services Division
1621 N. 14th Avenue, Hollywood, FL 33020
Attention: Mr. Alan Fallik

Re: Consent to Assignment

Dear Mr. Fallik:

Layne Heavy Civil, Inc., an Indiana corporation ("Company"), together with Layne Christensen Company, a Delaware corporation, W.L. Hailey & Company, Inc., a Tennessee corporation, Meadors Construction Co., Inc., a Florida corporation, Reynolds Water Islamorada, LLC, a Delaware limited liability company, Layne Southwest, Inc., a New Mexico corporation, and Layne Transport Co., an Indiana corporation, has entered into an Asset Purchase Agreement ("Agreement") with Reycon Partners LLC, a Delaware limited liability company ("Reycon"), pursuant to which Reycon will purchase the assets that are primarily used in Layne Christensen Company's heavy civil division (the "Transaction").

Reycon is owned by Jeffrey Reynolds (who previously owned the heavy civil division prior to its acquisition by Layne Christensen Company in 2005) and the senior members of Layne's heavy civil division management team: Leslie F. Archer, Kevin F. Strott, Michael P. Burton, Kevin D. Shemwell, Wesley L. Self and Elizabeth Smith. As a result, we do not anticipate that there will be any changes to the personnel that are currently working on your project. The performance bond for your project will also remain in effect.

The closing of the Transaction is expected to occur on or about April 28, 2017 or as soon thereafter as all of the conditions to the closing of the Transaction have been satisfied (the "Closing"). Please be advised that effective as of the Closing, pursuant to the Agreement, the Company will assign to Reynolds Construction, LLC ("Reynolds"), which will be a wholly-owned subsidiary of Reycon, all agreements relating to the Water Main Replacement Program from Johnson Street to Taft Street from North 76th Terrace to North 66th Avenue City Project No. 14-5125, including, without limitation, the Agreement, dated December 22, 2016, between City of Hollywood, Florida and the Company, together with any amendments, addendums, purchase orders, and all other documents incorporated into the heretofore described contracts (collectively, "Assigned Contract"), and Reynolds will assume the duties, obligations, responsibilities, rights and remedies of the Company under the Assigned Contract.

The Company is required, pursuant to the Assigned Contract, to obtain your written consent prior to its assignment of the Assigned Contract. The Company requests that you (a) consent to the assignment and assumption as described above and that you agree that the

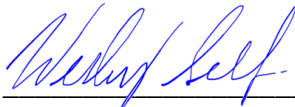
Transaction will not constitute a breach of the Assigned Contract and (b) acknowledge that the Company at present is not in default in its obligations under the Assigned Contract.

Please execute and return to my attention as soon as possible the enclosed copy of this letter giving your consent to such assignment and accepting the terms described above, and a copy by fax to (812) 865-3075. You will be notified promptly of the occurrence of the Closing. Your consent shall not be effective, however, unless and until the Closing occurs, and if, for any reason the Closing does not occur, then you shall have no obligation by reason of this letter.

If you have any questions regarding the foregoing, please do not hesitate to contact me immediately at (205) 447-8787. Thank you for giving this your prompt attention.

Very truly yours,

LAYNE HEAVY CIVIL, INC.

By:  _____

Name: Wesley Self

Title: Vice President

The undersigned hereby consents to the assignment of the Assigned Contract in connection with the Transaction and confirms that (a) the Assigned Contract is in full force and effect, (b) no breach or default under the Assigned Contract is attributable to the Company, and no event of default, that with or without notice or lapse of time or both, would constitute a default or event of default on the part of the Company, taking into account the consummation of the Transaction as of the Closing, has occurred or is continuing under the Assigned Contract, and (c) no additional consents are required in connection with the assignment of the Assigned Contract in connection with the Transaction.

Dated: April __, 2017

City of Hollywood, Florida

By: _____

Name: _____

Title: _____