

CHICAGO BRIDGE & IRON CO N V

Form 4

March 22, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 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 *
JORDAN ROBERT B

2. Issuer Name **and** Ticker or Trading
 Symbol
**CHICAGO BRIDGE & IRON CO N
 V [CBI]**

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

(Last) (First) (Middle)

**ONE CB&I PLAZA, 2103
 RESEARCH FOREST DR.**

3. Date of Earliest Transaction
 (Month/Day/Year)
03/18/2005

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
Exec VP, COO

(Street)

4. If Amendment, Date Original
 Filed(Month/Day/Year)

THE WOODLANDS, TX 77380

6. Individual or Joint/Group Filing(Check
 Applicable Line)
☒ Form filed by One Reporting Person
 ____ 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. 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	03/18/2005		M		1,332	A	\$ 8	4,575	D
Common Stock	03/18/2005		S		200	D	\$ 46.67	4,375	D
Common Stock	03/18/2005		S		600	D	\$ 46.6	3,775	D
Common Stock	03/18/2005		S		200	D	\$ 46.56	3,575	D
Common Stock	03/18/2005		S		35	D	\$ 46.6	3,540	D

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Common Stock	03/18/2005	S	297	D	\$ 46.43	3,243	D
Common Stock	03/18/2005	M	37,603	A	\$ 13.55	40,846	D
Common Stock	03/18/2005	S	203	D	\$ 46.43	40,643	D
Common Stock	03/18/2005	S	300	D	\$ 46.4	40,343	D
Common Stock	03/18/2005	S	200	D	\$ 46.45	40,143	D
Common Stock	03/18/2005	S	400	D	\$ 46.36	39,743	D
Common Stock	03/18/2005	S	1,200	D	\$ 46.6	38,543	D
Common Stock	03/18/2005	S	100	D	\$ 46.57	38,443	D
Common Stock	03/18/2005	S	100	D	\$ 46.59	38,343	D
Common Stock	03/18/2005	S	100	D	\$ 46.5	38,243	D
Common Stock	03/18/2005	S	400	D	\$ 46.47	37,843	D
Common Stock	03/18/2005	S	100	D	\$ 46.45	37,743	D
Common Stock	03/18/2005	S	200	D	\$ 46.35	37,543	D
Common Stock	03/18/2005	S	100	D	\$ 46.31	37,443	D
Common Stock	03/18/2005	S	1,000	D	\$ 46.3	36,443	D
Common Stock	03/18/2005	S	300	D	\$ 46.26	36,143	D
Common Stock	03/18/2005	S	300	D	\$ 46.21	35,843	D
Common Stock	03/18/2005	S	100	D	\$ 46.2	35,743	D
Common Stock	03/18/2005	S	200	D	\$ 46.27	35,543	D
Common Stock	03/18/2005	S	200	D	\$ 46.29	35,343	D
	03/18/2005	S	1,500	D		33,843	D

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Common Stock					\$ 46.25		
Common Stock	03/18/2005	S	100	D	\$ 46.23	33,743	D
Common Stock	03/18/2005	S	100	D	\$ 46.22	33,643	D
Common Stock	03/18/2005	S	100	D	\$ 46.21	33,543	D
Common Stock	03/18/2005	S	100	D	\$ 46.2	33,443	D

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

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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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 8	03/18/2005		M		1,332		05/15/2004	05/15/2010	Common Stock	1,332
Stock Option (Right to Buy)	\$ 13.55	03/18/2005		M		37,603		<u>(1)</u>	<u>(1)</u>	Common Stock	37,603

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JORDAN ROBERT B ONE CB&I PLAZA			Exec VP, COO	

2103 RESEARCH FOREST DR.
THE WOODLANDS, TX 77380

Signatures

Robert B.
Jordan 03/22/2005

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) Options are exercisable 2/21/03, 2/21/04 and 2/21/05 and expire 2/21/2012.

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