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CHICAGO BRIDGE & IRON CO N V

(Street)

Form 4

Stock

February 24, 2009

FORM 4 INITED STATE			OMB AF	PROVAL			
UNITED STATE	S SECURITIES AND EXCHANGE O Washington, D.C. 20549	COMMISSION	OMB Number:	3235-0287			
Check this box if no longer subject to Section 16. Form 4 or	OF CHANGES IN BENEFICIAL OW SECURITIES	Expires: Estimated a burden hour	s per				
Form 4 or Form 5 obligations may continue. See Instruction 1(b). 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 * McCarthy Daniel M.	2. Issuer Name and Ticker or Trading Symbol CHICAGO BRIDGE & IRON CO N V [CBI]	5. Relationship of I Issuer (Check	Reporting Pers	`,			
(Last) (First) (Middle) 2103 RESEARCH FOREST DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 02/20/2009	DirectorX Officer (give to below) Executive		•			

More than One Reporting
M

4. If Amendment, Date Original

Filed(Month/Day/Year)

(City)	(State) (Z	Zip) Table	I - Non-D	erivative S	ecurit	ies Acc	quired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securition(A) or Dis (D) (Instr. 3, 4	posed	of	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
		(Monas Zay, 1 car)	Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	02/20/2009		A	29,489 (1)	A	\$0	35,087.8226 (2)	D	
Common Stock							88.88 (3)	I	By 401(k) Plan
Common							100.3434	I	By son

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person

Applicable Line)

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number.

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 or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	civative Expiration Date (unities (Month/Day/Year) quired (A) Disposed of str. 3, 4,		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)	\$ 8.19	02/20/2009		A	40,400	<u>(4)</u>	02/20/2019	Common Stock	40,400

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
McCarthy Daniel M. 2103 RESEARCH FOREST DRIVE THE WOODLANDS, TX 77380			Executive Vice President				

Signatures

Cindy A. McMinn as attorney in fact 02/24/2009

**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) Restricted shares granted under the 2009 Long-Term Incentive Plan.
- (2) Includes 717.3601 shares acquired under the CB&I Employee Stock Purchase Plan and 4.4625 shares by dividend reinvestments from January 1, 2008-December 30, 2008.
- (3) Between January 1 and December 31, 2008, the reporting person acquired 88.88 shares of CB&I common stock under the CB&I 401(k) Plan. The information in this report is based on a plan statement dated January 7, 2009.
- (4) The option vests in two equal annual installments beginning on February 20, 2010.

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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