CHICAGO BRIDGE & IRON CO N V

Form 4

February 22, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Form 5
obligations
may continue.

See Instruction

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(b).

1. Name and Address of Reporting Person 2
Petterson Lasse
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)

Chief Operating Officer

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year) 02/17/2011

____ Director ____ 10% Owner ____ Sofficer (give title ____ Other (specify below)

2103 RESEARCH FOREST DRIVE 02/17/2011

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

4. If Amendment, Date Original

Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting

Person

THE WOODLANDS, TX 77380

(Street)

(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								y 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. Securit or(A) or Di (Instr. 3,	sposed	d of (D)	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)
Common Stock	02/17/2011		A	48,400	A	\$ 0	208,826.6882	D	
Common Stock	02/17/2011		F	17,642	D	\$ 36.2	191,184.6882	D	
Commom Stock	02/17/2011		A	15,248 (1)	A	\$ 0	206,432.6882	D	
Common Stock	02/18/2011		F	2,060	D	\$ 35.86	204,372.6882	D	
Common Stock	02/18/2011		F	4,479	D	\$ 35.86	201,173.1252 (2)	D	

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

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SEC 1474

(9-02)

9. Ni Deriv Secu Bene Own Follo Repo Trans (Insti

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.	6. Date Exerc	isable and	7. Title	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration Da	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative	e		Securi	ties	(Instr. 5)
	Derivative				Securities	1		(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									A	
									Amount	
						Date Exercisable	Expiration Date	Title	or	
									Number	
				G 1 1	7 (A) (B)				of	
				Code V	V (A) (D)				Shares	

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Petterson Lasse

2103 RESEARCH FOREST DRIVE

Chief Operating Officer THE WOODLANDS, TX 77380

Signatures

Cindy A. McMinn as attorney in fact

02/22/2011

**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 2008 Long-Term Incentive Plan
- (2) Includes 1,279.437 shares acquired during 2010 under the CB&I Employee Stock Purchase Plan.

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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