CHICAGO BRIDGE & IRON CO N V

Form 4

March 23, 2005

FORM 4

Check this box

if no longer

Section 16.

Form 4 or

obligations

may continue.

Form 5

subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

OMB APPROVAL

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2005

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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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading JORDAN ROBERT B Issuer Symbol CHICAGO BRIDGE & IRON CO N (Check all applicable) V [CBI] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) ONE CB&I PLAZA, 2103 03/21/2005 Exec VP, COO RESEARCH FOREST DR. (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

THE WOODLANDS, TX 77380

(State)

(Zip)

(City)

Table I - Non-Derivative Securities Acq	mired Disposed of or Rev	neficially Owned
Table 1 11011 Delivative Securities fied	unicu, Disposcu oi, oi Dei	iciiciani o miica

Person

		140	1011 1	, ciivative	occur.	ines ricqu	in cu, Disposcu oi	, or beneficial	iy 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 tion(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	03/21/2005		M	8,918	A	\$8	12,161	D	
Common Stock	03/21/2005		S	7,500	D	\$ 44.99	4,661	D	
Common Stock	03/21/2005		S	1,400	D	\$ 44.95	3,261	D	
Common Stock	03/21/2005		S	18	D	\$ 44.8	3,243	D	
Common Stock	03/21/2005		M	18,801	A	\$ 13.55	22,044	D	

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Common Stock	03/21/2005	S	90	D	\$ 44.8	21,954	D
Common Stock	03/21/2005	S	700	D	\$ 44.85	21,254	D
Common Stock	03/21/2005	S	300	D	\$ 44.86	20,954	D
Common Stock	03/21/2005	S	300	D	\$ 44.87	20,654	D
Common Stock	03/21/2005	S	300	D	\$ 44.9	20,354	D
Common Stock	03/21/2005	S	800	D	\$ 44.94	19,554	D
Common Stock	03/21/2005	S	200	D	\$ 44.96	19,354	D
Common Stock	03/21/2005	S	3,100	D	\$ 44.98	16,254	D
Common Stock	03/21/2005	S	4,800	D	\$ 45	11,454	D
Common Stock	03/21/2005	S	1,700	D	\$ 45.01	9,754	D
Common Stock	03/21/2005	S	1,500	D	\$ 45.02	8,254	D
Common Stock	03/21/2005	S	1,800	D	\$ 45.03	6,454	D
Common Stock	03/21/2005	S	1,900	D	\$ 45.04	4,554	D
Common Stock	03/21/2005	S	1,311	D	\$ 45.05	3,243	D

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative		3. Transaction Date (Month/Day/Year)		4. Transactio	5. Number of orDerivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		
	Derivative				or Disposed of		
	Security				(D)		
					(Instr. 3, 4,		

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and 5)

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 8	03/21/2005	M			8,918	05/15/2004	05/15/2010	Common Stock	8,918
Stock Option (Right to Buy)	\$ 13.55	03/21/2005	М			18,801	<u>(1)</u>	<u>(1)</u>	Common Stock	18,801

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

JORDAN ROBERT B ONE CB&I PLAZA 2103 RESEARCH FOREST DR. THE WOODLANDS, TX 77380

Exec VP, COO

Signatures

Reporting Person

Robert B.
Jordan

**Signature of 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) The options are exercisable 02/21/03, 02/21/04 and 2/21/05 and expire 02/21/2012.

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