

CHICAGO BRIDGE & IRON CO N V
 Form 4
 March 23, 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 *
 GLENN GERALD M

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)

3. Date of Earliest Transaction (Month/Day/Year)
 03/23/2005

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

President and CEO; Managing Di

2103 RESEARCH FOREST DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person

____ Form filed by More than One Reporting Person

THE WOODLANDS, TX 77380

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/23/2005		M	24,500	A \$ 8.3438	61,791	D
Common Stock	02/23/2005		S	500	D \$ 45.71	61,291	D
Common Stock	02/23/2005		S	3,000	D \$ 45.53	58,291	D
Common Stock	02/23/2005		S	3,800	D \$ 44.95	54,491	D
Common Stock	02/23/2005		S	2,900	D \$ 44.96	51,591	D

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Common Stock	02/23/2005	S	1,400	D	\$ 44.97	50,191	D
Common Stock	02/23/2005	S	2,300	D	\$ 44.98	47,891	D
Common Stock	02/23/2005	S	1,700	D	\$ 44.99	46,191	D
Common Stock	02/23/2005	S	900	D	\$ 45.2	45,291	D
Common Stock	02/23/2005	S	100	D	\$ 45.22	45,191	D
Common Stock	02/23/2005	S	200	D	\$ 45.23	44,991	D
Common Stock	02/23/2005	S	600	D	\$ 45.24	44,391	D
Common Stock	02/23/2005	S	400	D	\$ 45.25	43,991	D
Common Stock	02/23/2005	S	3,500	D	\$ 44.95	40,491	D
Common Stock	02/23/2005	S	1,000	D	\$ 44.93	39,491	D
Common Stock	02/23/2005	S	2,200	D	\$ 44.92	37,291	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	\$ 8.3438	03/23/2005		M	24,500	12/28/2003	12/28/2010	Common Stock	24,500

(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GLENN GERALD M 2103 RESEARCH FOREST DRIVE THE WOODLANDS, TX 77380			President and CEO; Managing Di	

Signatures

Gerald M.
Glenn 03/23/2005

__Signature of Date
Reporting Person

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).

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.