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CHICAGO BRIDGE & IRON CO N V

Form 4 June 04, 2013

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005 Estimated average

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

D

D

Issuer

62.3328 622,412

63.2209 610,518

(3) \$

(4)

See Instruction

1(b).

Common

Common

Stock

Stock

06/03/2013

06/03/2013

(Print or Type Responses)

A SHERMAN PHILIP K

1. Name and Address of Reporting Person *

ASHERMAN PHILIP K				Symbol CHICAGO BRIDGE & IRON CO N V [CBI]						(Check all applicable)				
	(Last) 2103 RESE	(First) (EARCH FOREST	Middle)	3. Date of (Month/I) 06/03/2	Day/Yea		ransaction		_	_X Director _X Officer (give ti pelow) Preside		Owner (specify		
(Street)				Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
THE WOODLANDS, TX 77380						Pé					Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Tab	le I - N	on-l	Derivative	Secui	rities Acqui	ired, Disposed of,	or Beneficiall	y Owned		
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date any (Month/Day/Year)			Oate, if Transaction Disposed of (D) Code (Instr. 3, 4 and 5) //Year) (Instr. 8) (A) or Code V Amount (D) Price					5. Amount of Securities Ownership Indirect Beneficially Form: Beneficia Owned Direct (D) Ownershi Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)			
	Common Stock	06/03/2013			S(1)		26,749	D	\$ 61.5045 (2)	658,769	D			
	a								\$					

36,357 D

11,894 D

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

 $S^{(1)}$

 $S^{(1)}$

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date		Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date				
						Z.ici cisuoie			of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

ASHERMAN PHILIP K

2103 RESEARCH FOREST DRIVE X President and CEO

THE WOODLANDS, TX 77380

Signatures

Cindy A. McMinn as attorney 06/04/2013 in fact

**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).
- The sales represented in this Form 4 were effected pursuant to a Rule 10b5-1 sales plan adopted by the reporting person on March 28, **(1)** 2013.
- This transaction was executed in multiple trades at prices ranging from \$60.89 to \$61.88. The price reported above reflects the weighted (2) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$61.89 to \$62.88. The price reported above reflects the weighted (3) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (4) This transaction was executed in multiple trades at prices ranging from \$62.96 to \$63.47. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the

Reporting Owners 2

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issuer full information regarding the number of shares and prices at which the transaction was effected.

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.