CHICAGO BRIDGE & IRON CO N V

Form 4

November 14, 2011

FORM 4	l								OMB API	PROVAL		
	STATES		RITIES A shington			NGE CO	OMMISSION	OMB Number:	3235-0287			
Check this bo if no longer subject to Section 16.		STATEMENT OF CHANGES IN BENEFICIAL OWNERSI SECURITIES							Expires: Estimated av	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										0.5		
(Print or Type Resp	onses)											
1. Name and Address of Reporting Person * McCarthy Daniel M.			2. Issuer Name and Ticker or Trading Symbol CHICAGO BRIDGE & IRON CO N					5. Relationship of Reporting Person(s) to Issuer				
	V [CB]		DGE & I	KUN	CON	(Check all applicable)						
(Last) (First) (Middle) 2103 RESEARCH FOREST DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 11/10/2011					Director 10% Owner Superior Other (specify below) below) Executive Vice President				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
THE WOODLA	ANDS, TX 77	380						Form filed by Mo Person	re than One Rep	orting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Secui	rities Acqu	ired, Disposed of,	or Beneficially	Owned		
1.Title of Security (Month/Day/Year) 2A. Deemed Execution Date, any (Month/Day/Year) (Month/Day/Year)			Date, if	3. Transactio Code (Instr. 8)	mr Dispose (Instr. 3, 4	ed of (and 5 (A) or	(i)	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 11/	10/2011			S (1)	Amount 12,334		Price \$ 37.2259 (2)		D			
Common Stock								194.3434	I	By son		

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information contained in this form are not

required to respond unless the form displays a currently valid OMB control

number.

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

SEC 1474

(9-02)

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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	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 D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer 10% Owner Other Director

McCarthy Daniel M. Executive 2103 RESEARCH FOREST DRIVE Vice THE WOODLANDS, TX 77380 President

Signatures

Cindy A. McMinn as attorney 11/14/2011 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 November 3, **(1)** 2011.
- This transaction was executed in multiple trades at prices ranging from \$36.7714 to \$37.50. The price reported above reflects the (2) 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 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.

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