

CHICAGO BRIDGE & IRON CO N V  
 Form 4  
 June 04, 2014

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 ASHERMAN PHILIP K

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)  
 2103 RESEARCH FOREST DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 06/02/2014

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President and CEO

THE WOODLANDS, TX 77380  
 (City) (State) (Zip)

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

**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 Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	Price		
Common Stock	06/02/2014		S <sup>(1)</sup>	54,843	D	\$ 81.3138	471,793	D
						(2)		
Common Stock	06/02/2014		S <sup>(1)</sup>	2,400	D	\$ 81.7667	469,393	D
						(3)		
Common Stock	06/02/2014		M	9,631	A	\$ 9.28	479,024	D
Common Stock	06/02/2014		M	1,126	A	\$ 23.65	480,150	D
	06/02/2014		M	7,000	A	\$ 22.91	487,150	D

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Common Stock									
Common Stock	06/02/2014		S <sup>(1)</sup>	15,171	D	\$ 81.2703 (4)	471,979	D	
Common Stock	06/02/2014		S <sup>(1)</sup>	2,586	D	\$ 81.7205 (5)	469,393	D	
Common Stock							28,332.0542	I	By 401(k) Plan

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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 9.28	06/02/2014		M	9,631	12/05/2009 12/05/2018	Common Stock	9,631	
Stock Option (right to buy)	\$ 23.65	06/02/2014		M	1,126	03/09/2012 03/09/2015	Common Stock	1,126	
Stock Option (right to buy)	\$ 22.91	06/02/2014		M	7,000	07/01/2012 07/01/2015	Common Stock	7,000	

