CHICAGO BRIDGE & IRON CO N V Form 8-K May 05, 2016

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 4, 2016

CHICAGO BRIDGE & IRON COMPANY N.V.

(Exact name of registrant as specified in its charter)

The Netherlands

(State or other jurisdiction of incorporation)

1-12815 N.A.

(Commission File Number) (IRS Employer Identification No.)

Prinses Beatrixlaan 35 2595 AK The Hague The Netherlands

The Netherlands N.A. (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 31-70-373-2010

N.A.

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction A.2 below):

- " Written Communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- " Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- " Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- " Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders. The following matters were voted upon and adopted at the 2016 Annual Meeting of Shareholders of Chicago Bridge & Iron Company N.V. (the "Company") held on May 4, 2016:

Election of Michael L. Underwood as a member of the Supervisory Board to 1. serve until the Annual General Meeting of Shareholders in 2017.

Broker First Nominee Second Nominee Abstain Non-Votes

(1a) Michael L. Underwood (1b) Westley S. Stockton

50,157,006 3.380.961 1,629,210 30,671,157

Election of Deborah M. Fretz and James H. Miller as members of the

2. Supervisory Board to serve until the Annual General Meeting of Shareholders in 2019.

First Nominee Second Nominee Abstain Broker Non-Votes

(2a) Deborah M. Fretz (2c) Luciano Reyes

3,308,292 50,243,167 1,615,71830,671,157

(2b) James H. Miller (2d) Travis L. Stricker

53,208,139 735,514 1,223,52430,671,157

Approval, by non-binding

3. vote, of the compensation of

the Company's named

executive officers.

For 46,061,498 **Against** 8,672,191 Abstain 433,488 Broker Non-Votes 30,671,157

Authorization of the

preparation of the Company's

Dutch statutory annual

accounts and the annual report

of its Management Board in the English language and the adoption of the Company's Dutch statutory annual

accounts for the year ended

December 31, 2015.

For 82,891,101 Against 647,147 Abstain 2,300,086

Broker Non-Votes — Approval of the final

distribution to shareholders for the year ended December 31,

2015, in an amount of \$0.28

per share, which has previously been paid out to shareholders in the form of interim distributions.

For 83,381,760 Against 551,750 Abstain 1,904,824

Broker Non-Votes —

Discharge of the sole member of the Company's Management Board from liability in respect of the exercise of its duties during the year ended December 31, 2015.

For 51,970,583 Against 2,819,513 Abstain 377,081 Broker Non-Votes 30,671,157 Discharge of the members of the Company's Supervisory

7. Board from liability in respect of the exercise of their duties during the year ended December 31, 2015.

For 51,976,111
Against 2,825,352
Abstain 365,714
Broker Non-Votes 30,671,157
Appointment of Ernst &
Young LLP as the Company's independent registered public

8. accounting firm, who will audit the Company's accounts for the year ending December 31, 2016.

For 83,928,432 Against 1,667,706 Abstain 242,196

Broker Non-Votes —

Extension of the authority of the Company's Management Board, acting with the approval of the Supervisory Board, to repurchase up to 10% of the Company's issued share capital until November 4, 2017 on the open market, through privately negotiated

9. transactions or in one or more self tender offers for a price per share not less than the nominal value of a share and not higher than 110% of the most recently available (as of the time of repurchase) price of a share on any securities exchange where our shares are traded.

For 82,506,389 Against 1,035,324 Abstain 2,296,621

Broker Non-Votes —

10. Approval of the extension of the authority of the Company's Supervisory Board to issue shares and/or grant rights to acquire the Company's shares

(including options to subscribe for shares), never to exceed the number of authorized but unissued shares, and to limit or exclude the preemptive rights of shareholders with respect to the issuance of shares and/or the grant of the right to acquire shares, until May 4, 2021.

For 49,876,896 Against 33,674,806 Abstain 2,286,632

Broker Non-Votes —

Approval of an amendment to 11. the Chicago Bridge & Iron 2008 Long-Term Incentive

Plan.

For 37,361,824 Against 17,414,613 Abstain 390,740 Broker Non-Votes 30,671,157

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHICAGO BRIDGE & IRON COMPANY

N.V.

By: Chicago Bridge & Iron Company B.V.

Its: Managing Director

Date: May 5, 2016 By: /s/ Michael S. Taff

Michael S. Taff Managing Director

(Principal Financial Officer)