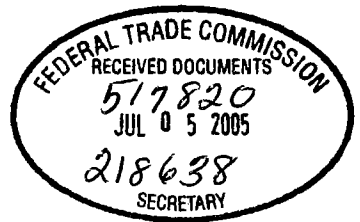


BEFORE FEDERAL TRADE COMMISSION

_____)
 In the Matter of)
)
 CHICAGO BRIDGE & IRON COMPANY, N.V.,)
 a foreign corporation,)
)
 CHICAGO BRIDGE & IRON COMPANY,)
 a corporation, and)
)
 PITT-DES MOINES, INC.,)
 a corporation.)
 _____)

Public

Docket No. 9300



To: Commission

**COMPLAINT COUNSEL'S RESPONSE TO
RESPONDENTS' MOTION FOR *IN CAMERA* TREATMENT**

By motion filed June 30, 2005,¹ Respondents Chicago Bridge & Iron Company N.V. and Chicago Bridge & Iron Company (collectively, "CB&I") request *in camera* treatment of certain materials contained in Complaint counsel's June 20 Response² that reference portions of

CB&I fail to provide any justification for *in camera* treatment of the materials appearing on page 7 of the June 20 Response and in Attachment B thereto, and Respondent Pitt-Des Moines, Inc. ("PDM") has not moved for *in camera* treatment of these materials. These materials relate solely to the February 7, 2001 Best Closing Bid Allocation Agreement between

CB&I and PDM and do not fall within the justification for *in camera* treatment set forth at pages 3-4 of CB&I's *In Camera* Motion. Accordingly, these materials should be placed on the public record.

Complaint counsel, however, do not object to CB&I's request for *in camera* treatment of the following materials:

- ▶ those portions of CB&I's *In Camera* Motion and of Exhibit A thereto that CB&I filed under seal on June 20, 2005;

DATED: July 5, 2005.

Federal Trade Commission
Washington, D.C. 20580

CERTIFICATE OF SERVICE

I hereby certify that I today caused:

One original and twelve copies of Complaint Counsel's Response to Respondents' Motion for *In Camera* Treatment to be served, by hand delivery, and one copy to be served, by electronic mail, upon:

Office of the Secretary
Federal Trade Commission
600 Pennsylvania Avenue, NW