

UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION

ORIGINAL



_____)
In the Matter of)
)
CHICAGO BRIDGE & IRON COMPANY, N.V.,) **Public**
a foreign corporation,)
)
CHICAGO BRIDGE & IRON COMPANY,) Docket No. 9300
a corporation, and)
)
PITT-DES MOINES, INC.,)
a corporation.)
_____)

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 Respondents' Further Briefing on Specific Remedy Issues ("Further Briefing")³ filed under seal by CB&I on June 6, 2005, pursuant to Rule 4.10(g).⁴

¹ Respondents' Motion for *In Camera* Treatment of Material Previously Designated as Confidential, filed June 30, 2005 ("CB&I's *In Camera* Motion").
² Complaint Counsel's Response to CB&I Respondents' Further Briefing on Specific Remedy Issues ("June 20 Response").
³ CB&I do not request *in camera* treatment of materials previously filed under seal by Complaint counsel and contained on page 2, the second full paragraph on page 13, and the first full paragraph on page 14 of the June 20 Response. These materials relate to the portions of the Further Briefing that were filed under seal but do not reveal the confidential material contained therein.
⁴ CB&I have not filed a motion for *in camera* treatment of the Further Briefing, as required by Rule 4.10(g), and the materials are not covered by any *in camera* order.

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, Post-Closing Risk 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 30, 2005;
- ▶ materials contained in the first full paragraph on page 13 and in the last full paragraph on page 14 of the June 20 Response that Complaint counsel filed temporarily under seal on June 20, 2005.

Further, Complaint counsel do not object to *in camera* treatment of those portions of the Further Briefing that CB&I filed under seal on June 6, 2005, provided CB&I file a timely motion for *in camera* treatment thereof.

Complaint counsel will file, as appropriate on the public record, a new, redacted copy of the June 20 Response following ruling by the Commission on CB&I’s *In Camera* Motion.

Respectfully submitted,



Rhett R. Krulla
Steven L. Wilensky
Counsel Supporting the Complaint

Bureau of Competition
Federal Trade Commission
Washington, D.C. 20580

DATED: July 5, 2005.

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
Washington, DC 20580

And one copy to be served, by first-class mail, upon each of the following:

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Rhett R. Krulla
Counsel Supporting the Complaint

Dated: July 5, 2005

