

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. 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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>Babcock &amp; Wilcox Co</b>  (Last) (First) (Middle) <b>13024 BALLANTYNE CORPORATE PLACE, SUITE 700</b>  (Street) <b>CHARLOTTE NC 28277</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Babcock &amp; Wilcox Enterprises, Inc. [ BW ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)	
	3. Date of Earliest Transaction (Month/Day/Year) <b>06/18/2015</b>		
	4. If Amendment, Date of Original Filed (Month/Day/Year)		
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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	(A) or (D)	Price			
Common Stock	06/18/2015		j <sup>(1)</sup>		53,719,878 <sup>(2)</sup>	D	\$0.00	0	D	

**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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

**Explanation of Responses:**

1. In connection with the spin-off (the "Spin-Off") of Babcock & Wilcox Enterprises, Inc. ("New B&W") by The Babcock & Wilcox Company (the "Company"), pursuant to the terms of the Master Separation Agreement, dated June 8, 2015, between the Company and New B&W (the "Agreement"), the Company will effect the Distribution (as defined in the Agreement) on June 30, 2015, and cause to be distributed to each holder of record of shares of common stock of the Company ("Company Common Shares") as of June 18, 2015, the record date for the Distribution (the "Record Date"), all of the shares of common stock of New B&W by means of a pro rata distribution of one share of common stock of New B&W for every two Company Common Shares held of record by such holder as of the Record Date.

2. On June 30, 2015, New B&W will issue shares of its common stock to the Company in connection with its internal reorganization and New B&W will effect a stock split, resulting in the Company's ownership of 53,719,878 shares of New B&W.

**Remarks:**

/s/ James D. Canafax 06/22/2015

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.