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WILLBROS GROUP INC Form 8-K January 27, 2005

CFR 240.14a-12)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 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	January 26, 2005	
WILLBROS GROUP, I	NC.	
(Exact Name of Registrant as Specified in Its Charter)		
Republic of Pana	ma	
(State or Other Jurisdiction of Incorporation)		
1-11953	98-0160660	
(Commission File Number) (IRS Employer Identification No.)	
Plaza 2000 Building, 50th Street, 8th Floor, P.O. Box 0816-01098, Panama, Republic of Panama		
(Address of Principal Executive Office	s)	(Zip Code)
(50-7) 213-094		
	7	
	ncluding Area Code)	
(Registrant's Telephone Number, I	ncluding Area Code)	
(Registrant's Telephone Number, I	ncluding Area Code)	

[] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17

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- [] 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 8.01. OTHER EVENTS.

A copy of the Registrant's press release dated January 26, 2005, is attached as an exhibit hereto and incorporated herein by reference.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

- (c) The following exhibit is filed herewith:
 - 99 Press release dated January 26, 2005, issued by the Registrant.

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.

WILLBROS GROUP, INC.

Date: January 26, 2005 By: /s/ Warren L. Williams

Warren L. Williams

Senior Vice President, Chief Financial

Officer and Treasurer

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EXHIBIT INDEX

Exhibit No. Description

99 Press Release dated January 26, 2005, issued by the Registrant.