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Statement Under Oath of Robert L. Belk, Principal Financial Officer of The Shaw Group Inc., Regarding Facts and Circumstances Relating to Exchange Act Filings

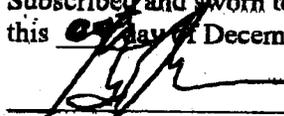
I, Robert L. Belk, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports (as defined below) of The Shaw Group Inc., and, except as corrected or supplemented in a subsequent covered report:
 - No covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in case of a report on Form 8-K or definitive proxy materials, as of the date it was filed); and
 - No covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in case of a report on Form 8-K or definitive proxy materials, as of the date it was filed).
- (2) I have reviewed the contents of this statement with The Shaw Group Inc. Audit Committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement is a "covered report":
 - Annual Report on Form 10-K for the fiscal year ended August 31, 2002 of The Shaw Group Inc.;
 - All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of The Shaw Group Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - Any amendments to any of the foregoing.

Dated: November 27, 2002


 Name: Robert L. Belk
 Title: Executive Vice President and
 Chief Financial Officer

Subscribed and sworn to before me
this 07 day of December, 2002



 Notary Public

My Commission expires: At Death

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