## SEC Form 4

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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| 1. Name and Addr                                      | ress of Reporting Perso<br>STEVEN P | on*            | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>KIRBY CORP</u> [ KEX ] |                        | tionship of Reporting Person(s) to Issuer<br>all applicable)<br>Director 10% Owner          |  |  |
|---|-------------------------------------|----------------|---|------------------------|---|--|--|
| (Last) (First) (Middle)<br>55 WAUGH DRIVE, SUITE 1000 |                                     |                | 3. Date of Earliest Transaction (Month/Day/Year)<br>01/26/2007                  |                        | Officer (give title<br>below)<br>Pres. Kirby Inland   | Other (specify<br>below)<br>I Marine, LP |  |
| (Street)<br>HOUSTON<br>(City)                         | TX<br>(State)                       | 77007<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)                        | 6. Indiv<br>Line)<br>X | vidual or Joint/Group Filing<br>Form filed by One Repo<br>Form filed by More thar<br>Person | orting Person                            |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3)         | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5) |               |          | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |
|---|--|---|---|---|--|---------------|----------|---|---|---|
|   |  |   | Code                                    | v | Amount   | (A) or<br>(D) | Price    | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                |   | (Instr. 4)  |
| Common Stock, par value \$.10 per share | 01/26/2007                                 |   | F                                       |   | 841  | D             | \$35.875 | 55,283  | D   |   |
| Common Stock, par value \$.10 per share | 01/29/2007                                 |   | F                                       |   | 698  | D             | \$35.86  | 54,585  | D   |   |
| Common Stock, par value \$.10 per share |  |   |   |   |  |               |          | 2,002   | I   | 401(k)<br>Plan                                      |
| Common Stock, par value \$.10 per share |  |   |   |   |  |               |          | 44,818  | Ι   | Wife <sup>(1)</sup>                                 |
| Common Stock, par value \$.10 per share |  |   |   |   |  |               |          | 1,746   | I   | 401(k)<br>Stock-<br>Wife <sup>(2)</sup>             |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Numb<br>of<br>Derivati<br>Securiti<br>Acquire<br>(A) or<br>Dispose<br>of (D) (II<br>3, 4 and | ve<br>es<br>d<br>ed<br>nstr. | 6. Date Exercis<br>Expiration Dat<br>(Month/Day/Ye | e                  | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|---|------------------------------|--|--------------------|---|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)   | (D)                          | Date<br>Exercisable                                | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$35.66   | 01/26/2007                                 |   | A                            |   | 15,200  |                              | 01/26/2010 <sup>(3)</sup>                          | 01/26/2012         | Common<br>Stock   | 15,200                                 | \$35.66   | 80,958   | D  |  |

#### Explanation of Responses:

1. Shares owned beneficially and of record by Mr. Valerius' wife. Mr. Valerius disclaims ownership of the shares.

2. Shares owned beneficially and of record by Mr. Valerius' wife through the Kirby Corporation 401(k) Plan. Mr. Valerius disclaims ownership of the shares.

3. Option is exercisable 33% after one year, 67% after two years and 100% after three years from date of grant.

#### **Remarks:**

G. Stephen Holcomb, Agent

and Attorney-in-Fact

01/30/2007

\*\* Signature of Reporting Person

Date

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

 $^{\ast}$  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.

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