

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* <u>Husted Amy D.</u>			2. Issuer Name and Ticker or Trading Symbol <u>KIRBY CORP [KEX]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>VP and General Counsel</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/01/2019</u>			6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>55 WAUGH DRIVE, SUITE 1000</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	<u>HOUSTON TX</u>	<u>77007</u>						
(City)	(State)	(Zip)						

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, par value \$.10 per share	02/04/2019		M		4,731	A	\$66.72	19,102	D	
Common Stock, par value \$.10 per share	02/04/2019		S		4,731	D	\$73.899 ⁽¹⁾	14,371	D	
Common Stock, par value \$.10 per share								2,478	I	401(k)
Common Stock, par value \$.10 per share								200	I	Husband

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(2)	02/01/2019		A		6,315		(3)	(3)	Common Stock	6,315	\$0	6,315	D	
Employee Stock Option (Right to Buy)	\$73.93	02/01/2019		A		10,413		(4)	02/01/2026	Common Stock	10,413	\$0	10,413	D	
Employee Stock Option (Right to Buy)	\$66.72	02/04/2019		M		4,731		02/06/2015	02/06/2019	Common Stock	4,731	\$0	0	D	

Explanation of Responses:

- The reported price is the weighted average sales price. The sales were at prices ranging from \$73.89 to \$73.91 per share. The reporting person will provide, upon request by the commission staff, full information regarding the number of shares sold at each separate price.
- Each restricted stock unit represents a contingent right to receive cash or one share of common stock of the issuer.
- The restricted stock units vest in five equal annual installments beginning on January 24, 2020. Cash or shares of common stock of the issuer, at the election of the issuer, will be delivered to the reporting person on or as soon as practicable after the vesting dates.
- Option is exercisable 33% after one year, 67% after two years and 100% after three years from date of grant.

Ronald A. Dragg, Agent and Attorney-in-Fact

02/05/2019

** 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.

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