SEC F	orm 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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

#### OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Instruction 1(b	)).		Filed pursuant to Section 16(a) of the Securities Exchange Act of or Section 30(h) of the Investment Company Act of 1940	1934			
1. Name and Add <u>PYNE J H</u>	ress of Reporting	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol KIRBY CORP [ KEX ]		tionship of Reporting Pe (all applicable) Director	10% Owner	
(Last) 55 WAUGH D SUITE 1000			3. Date of Earliest Transaction (Month/Day/Year) 02/15/2012	X	Officer (give title below) Chairman a	Other (specify below) nd CEO	
(Street) HOUSTON TX 77007		77007	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filing (Check Applicabl Form filed by One Reporting Person Form filed by More than One Reporting Person		
(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)	Transaction Code (Instr.		4. Securities A Disposed Of ( 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)		
Common Stock, par value \$.10 per share	02/15/2012		<b>A</b> <sup>(1)</sup>		18,382	Α	\$ <mark>0</mark>	426,064	D			
Common Stock, par value \$.10 per share								5,183	Ι	401(k) Plan		

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

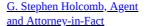
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities 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				
Employee Stock Option (Right to Buy)	\$65.28	02/15/2012		A		30,193		02/15/2015 <sup>(2)</sup>	02/15/2019	Common Stock	30,193	\$65.28	30,193	D	

Explanation of Responses:

1. Restricted Stock awarded under the 2005 Stock and Incentive Plan for Kirby Corporation.

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

**Remarks:** 



02/17/2012

Date

\*\* Signature of Reporting Person

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

 $^{\star}$  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.