SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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	ss of Reporting Person		2. Issuer Name and Ticker or Trading Symbol <u>KIRBY CORP</u> [KEX]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owne			
(Last) 116 CAPITAL I	(First) BOULEVARD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/15/2007	X	Officer (give title below) President - Marine S	Other (specify below) ystems, In		
(Street) HOUMA LA 70360			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Repor Form filed by More than (ting Person		
(City)	(State)	(Zip)			Person			

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

1. Title of Security (Instr. 3)	2. Transaction 2A. Deemed Date Execution Date,		3. Transaction		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	
	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr. 5) 8)		Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)				
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)	
Common Stock, par value \$.10 per share	02/15/2007		A ⁽¹⁾		3,600	A	\$ <mark>0</mark>	36,733	D		
Common Stock, par value \$.10 per share	02/15/2007		F		116	D	\$36.95	36,617	D		
Common Stock, par value \$.10 per share								2,262	Ι	401(k) Stock	

	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)	e Execution Date, hth/Day/Year) if any (Month/Day/Year) (Month/Day/Year) a) Code (Instr. (Month/Day/Year) b) Code (Instr. B) Securities Acquired Derivative Acquired Deriva				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)	\$36.94	02/15/2007		A		4,000		02/15/2010 ⁽²⁾	02/15/2012	Common Stock	4,000	\$36.94	46,690	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:

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and Attorney-in-Fact

** Signature of Reporting Person

02/20/2007

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.

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.