Form 4

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, DC 20549

OMB Number: 3235-0287

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility

Expires: January 31, 2005 Estimated average burden hours per response. . . 0.5

Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporti Webb, Richard C.	2. Issuer Na Kirby Corpo			or Trading Symbol)	6. Reli	Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) 600 Travis, Suite 3100	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year 4/22/2003			X_ Director 10% Owner Officer (give title below) Other (specify below)					
(Street) Houston, TX 77002						5. If Amendment, Date of Original (Month/Day/Year)			7. Individual or Joint/Group Filing (Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State)	(Zip)	Table	I - Nor	ı-De	rivative Securitie	cquired, Di	ed, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	Date Exe (Month/Day/Year) Date		Deemed ution if any th/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	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
				Code	V	Amount	(A) or (D)	Price	Following Reported Transactions (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)		
Common Stock, par value \$.10 per share									1000	D			

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(Over) SEC 1474 (9-02)

FORM 4 (continued)

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)	tion Code of Deriva Securi			ative ities red sed	6. Date Exercisabl and Expiration I (Month/Day/Yea	Date	7. Title and Amount of Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	٧	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Director Stock Option (Right to Buy)	25.385	04/22/2003		А		3000		10/22/2003	04/22/2013	Common Stock	3000	25.385			
Director Stock Option (Right to Buy)	25.385	04/22/2003		А		2364		03/31/2004 (1)	04/22/2013	Common Stock	2364	25.385	22890	D	

Explanation of Responses:

(1) Option is exercisable 25% on 6/30/03, 50% on 9/30/03, 75% on 12/31/03 and 100% on 3/31/04.

**	Intentional misstatements or omissions of facts constitute Federal Criminal
	Violations.
	0 401100 4004 145110 0 70%

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Richard C. Webb

04/24/2003

**Signature of Reporting Person By: G. Stephen Holcomb, Agent and Attorney-in-Fact

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

^{*} If the form is filed by more than one reporting person, see Instructions 4(b)(v).