

the Offer:

(i) Portfolio A Investors, L.P. ("PAI"), an entity that holds approximately 13% of the outstanding Shares and that is indirectly controlled by Thomas M. Taylor, a director of the Company, intends to tender 395,168 Shares.

(ii) A number of trusts for which George A. Peterkin, Jr., Chairman of the Board of the Company, serves as a trustee, and a foundation for which Mr. Peterkin serves as a director, intend to tender an aggregate of 27,100 Shares.

(iii) G. Stephen Holcomb, Vice President and Controller of the Company, intends to tender 8,000 Shares.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Schedule 13e-4 is true, complete and correct.

KIRBY CORPORATION

By: /s/ Brian K. Harrington

Name: Brian K. Harrington
Title: Senior Vice President

March 12, 1998