

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

KIRBY CORPORATION

-----  
(Name of Issuer)

Common Stock, Par Value \$0.10 Per Share

-----  
(Title of Class of Securities)

497-266-106

-----  
(CUSIP Number)

Roger Barton  
5650 Yonge Street, 5th Floor  
Toronto, Ontario M2M 4H5  
Canada  
(416) 730-5321

-----  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

July 20, 2001

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(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [ ].

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Name of Reporting Person:  
Ontario Teachers' Pension Plan Board
2. Check the Appropriate Box if a Member of a Group: (a)    
(b)
3. SEC Use Only
4. Source of Funds: 00-Other
5. Check box if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e):
6. Citizenship or Place of Organization: Ontario, Canada

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7. Sole Voting Power  
1,121,816
8. Shared Voting Power  
0
9. Sole Dispositive Power:

1,121,816

10. Shared Dispositive Power

0

11. Aggregate Amount Beneficially Owned by Each Reporting Person

1,121,816

12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares:

13. Percent of Class Represented by Amount in Row (11)

4.7%

14. Type of Reporting Person

EP

Pursuant to Rule 13d-2(a) of Regulation 13D-G of the General Rules and Regulations under the Securities Exchange Act of 1934, as amended (the "Act"), Ontario Teachers' Pension Plan Board ("Teachers") hereby amends its Schedule 13D dated December 6, 1999, as amended by Amendment No.1 dated June 8, 2001 (the "Schedule 13D"), relating to the common stock, par value \$0.10 per share (the "Common Stock"), of Kirby Corporation (the "Issuer"). Unless otherwise indicated, all defined terms used herein shall have the same meanings respectively ascribed to them in the Schedule 13D.

Item 2. IDENTITY AND BACKGROUND.

Item 2 is hereby amended and restated in its entirety as follows:

(a) This Schedule 13D is being filed by Teachers. Teachers is sometimes hereinafter referred to as the "Reporting Person."

(b) - (c) Teachers is an Ontario, Canada corporation, the principal business of which is the administration of a pension plan and management of a pension fund for Ontario teachers. The principal office and business address of Teachers is 5650 Yonge Street, 5th Floor, Toronto, Ontario M2M 4H5.

The name, residence or business address, and present principal occupation or employment of each director, executive officer and controlling person of Teachers is set forth in Schedule A hereto and is incorporated by reference.

(d) Neither Teachers nor, to the best of Teachers' knowledge, any of the persons identified in Schedule A has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) Neither Teachers nor, to the best of Teachers' knowledge, any of the persons identified in Schedule A has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) Each of the directors, controlling persons and executive officers of Teachers is a citizen of Canada.

Item 5. INTEREST IN SECURITIES OF THE ISSUER.

(a)-(c) of Item 5 are hereby amended and restated in their entirety as follows:

(a)-(b) At the close of business on July 25, 2001, Teachers beneficially owned 1,121,816 shares of Common Stock pursuant to Rule 13d-3. Pursuant to information provided by the Issuer's Form 10-Q for the period ended March 31, 2001, the Issuer had 24,046,697 shares of Common Stock outstanding as of May 11, 2001. Based on such information, the 1,121,816 shares of Common Stock beneficially owned by Teachers represent approximately 4.7% of the Common Stock outstanding.

Teachers has sole voting and dispositive power over all of the 1,121,816 shares of Common Stock beneficially owned by it.

Except as described above, neither Teachers nor, to the best knowledge of Teachers, any of the persons listed in Schedule A hereto beneficially owns any shares of the Common Stock.

(c) Neither Teachers nor, to the best of Teachers' knowledge, any of the persons listed in Schedule A hereto effected any transactions in the shares of the Common Stock since the filing of Amendment No.1 to Schedule 13D dated June 8, 2001 with respect to the Common Stock, par value \$0.10 per share, of the Issuer, other than the following transactions which were effected by Teachers on the New York Stock Exchange:

Date of Transaction	Number of Securities	Purchase or Sale	(P) (S)	Price per Share
26-Jun-01	50,000	S		24.97
28-Jun-01	12,800	S		24.99
29-Jun-01	9,100	S		25.06
3-Jul-01	2,600	S		25.15
13-Jul-01	7,500	S		23.97
16-Jul-01	39,900	S		23.98
18-Jul-01	19,900	S		24.55
19-Jul-01	35,000	S		24.48
19-Jul-01	25,000	S		24.50
19-Jul-01	1,000	S		24.65
20-Jul-01	129,000	S		24.57
20-Jul-01	1,000	S		24.77
20-Jul-01	1,000	S		24.68
23-Jul-01	75,300	S		25.24
23-Jul-01	500	S		25.09
24-Jul-01	62,300	S		24.69
25-Jul-01	64,900	S		24.68

(e) The Reporting Person ceased to be a beneficial owner of more than five percent of the Issuer's Common Stock on July 24, 2001.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

DATED: July 26, 2001

ONTARIO TEACHERS' PENSION PLAN  
BOARD, an Ontario, Canada corporation

By: /s/ Roger Barton

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Name: Roger Barton  
Title: Vice President, General  
Counsel and Secretary

SCHEDULE A

Executive Officers, Controlling Persons and Directors of Teachers, each of whom is a citizen of Canada.

Name	Residence or Business Address	Principal Occupation Employment
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Claude Lamoureux	5650 Yonge Street 5th Floor Toronto, Ontario M2M 4H5	President and Chief Executive Officer of Teachers
Robin Korthals (Chairperson)	Royal Trust Tower Toronto Dominion Centre 77 King Street West Suite 4545 Toronto, Ontario M5K 1K2	Chair
Jalynn Bennett (Director)	247 Davenport Road Suite 303 Toronto, Ontario M5R 1J9	President of Jalynn H. Bennett Associates, a strategic planning consulting firm whose principal business address and office are the same as for Ms. Bennett
David Lennox (Director)	55 Lombard Street Suite 413 Toronto, Ontario M5C 2R7	Retired Secretary for Ontario Teachers' Federation, a teachers' union
Ann Finlayson (Director)	440 Markham Street Toronto, Ontario M6G 2L2	Self-employed journalist, speaker, freelance editor and consultant
Lucy Greene (Director)	1736 Caughey Lane Penetang, Ontario L9M 1X4	Retired Human Resources Executive for Sun Life Assurance Company of Canada
Geof Clarkson (Director)	P.O. Box 251 Toronto-Dominion Centre Toronto, Ontario M5K 1J7	Retired Partner with Ernst & Young
Gary Porter (Director)	820-439 University Ave. Toronto, Ontario M5G 1Y8	Self-employed Chartered Accountant
Ralph Lean, Q.C. (Director)	Cassels Brock & Blackwell 40 King Street West Suite 2100 Toronto, Ontario M5H 3C2	Corporate & Commercial Lawyer
John S. Lane, C.F.A. (Director)	77 Dawlish Avenue Toronto, Ontario M4N 1H2	Retired Senior Vice President, Investments Sun Life Assurance Company of Canada
Robert Bertram	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Executive Vice President, Investments of Teachers
Allan Reesor	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Executive Vice President, Member Services and Chief Information Officer of Teachers
John Brennan	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, Human Resources and Public Affairs of Teachers
Andrew Jones	5650 Yonge Street 5th Floor Toronto, Ontario	Vice President, Finance of Teachers

	M2M-4H5	
Peter Maher	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, Audit Services of Teachers
Roger Barton	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, General Counsel and Secretary of Teachers
Rosemarie McClean	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, Client Services of Teachers
Morgan McCague	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Senior Vice President, Quantitative Investments of Teachers
Marcus Dancer	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, Quantitative Investments of Teachers
Neil Petroff	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Senior Vice President, International Equity Indexes, Fixed Income and Foreign Exchange of Teachers
Brian Gibson	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Senior Vice President, Active Equities of Teachers
Dean Metcalf	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, Merchant Banking of Teachers
Leo de Bever	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Senior Vice President, Research & Economics of Teachers
Russ Bruch	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, Research & Economics of Teachers
Phil Nichols	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, MIS Member Services of Teachers
Sean Rogister	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, Fixed Income of Teachers
Roy Graydon	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, Relationship Investing of Teachers
Barbara Zvan	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, Asset Mix & Risk Management, Research & Economics of Teachers
Wayne Kozun	5650 Yonge Street 5th Floor Toronto, Ontario M2M-4H5	Vice President, TAA & Real Return, Research & Economics of Teachers
Bruce Ford	5650 Yonge Street 5th Floor Toronto, Ontario	Vice President, International Equity Indices & Foreign Exchange

