

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CASEY TIMOTHY J</u>  (Last) (First) (Middle) <u>ONE TOWER CENTER BLVD., 17TH FLOOR</u>  (Street) <u>EAST BRUNSWICK NJ 08816</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KIRBY CORP [ KEX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Pres, K-Sea Trans Partners, LP</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2011</u>	

**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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock, par value \$.10 per share	07/01/2011		A		3,491	A	\$0 <sup>(1)</sup>	3,491	D	
Common Stock, par value \$.10 per share	07/01/2011		A <sup>(2)</sup>		1,716	A	\$0.00	5,207	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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					
Employee Stock Option (Right to Buy)	\$58.28	07/01/2011		A		2,452		07/01/2014 <sup>(3)</sup>	07/01/2018	Common Stock	2,452	2,452	D	

**Explanation of Responses:**

- In connection with the merger of K-Sea Transportation Partners L.P. ("K-Sea") with a subsidiary of Kirby Corporation ("Kirby"), Mr. Casey exchanged 47,563 K-Sea common units for consideration consisting of \$4.075 in cash and .0734 of a share of Kirby common stock for each K-Sea common unit. On the effective date of the merger, the closing price of K-Sea Common units was \$8.14 per unit and the closing price of Kirby common stock was \$58.28 per share.
- Restricted Stock awarded under the 2005 Stock and Incentive Plan for Kirby Corporation.
- Option is exercisable 33% after one year, 67% after two years and 100% after three years from date of grant.

**Remarks:**

G. Stephen Holcomb, Agent and Attorney-In-Fact 07/06/2011

\*\* Signature of Reporting Person 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.